UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

-----X In re

In re : Chapter 11

SEARS HOLDINGS CORPORATION, et al., : Case No. 18-23538 (RDD)

:

Debtors.¹ : (Jointly Administered)

AFFIDAVIT OF SERVICE

I, Joudeleen C. Frans, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On March 15, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Debtors' Objection to Winners Industry Co., Ltd's Motion for Allowance and Payment of Administrative Claim [Docket No. 2839]
- Notice of Presentment of (Proposed) Stipulation, Agreement, and Order Granting Limited Relief from the Automatic Stay (233 S. Wacker, LLC) [Docket No. 2849]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

- Debtors' Objection to Motion of WC Independence Center, LLC for Allowance of Administrative Expense Claim and Payment Thereof [Docket No. 2850]
- Notice of Presentment of (Proposed) Stipulation and Order Permitting Pension Benefit Guaranty Corporation to File Consolidated Proofs of Claim under a Single Case Number [Docket No. 2852]
- Notice of Assumption and Assignment of Additional Contracts and Designatable Leases [Docket No. 2854]

On March 15, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Ordinary Course Professionals Service List attached hereto as **Exhibit B**:

- Affidavit and Disclosure Statement of Edward D. Rickert on behalf of Quarles & Brady LLP [Docket No. 2845]
- Notice of Filing of Sixth Supplemental Ordinary Course Professionals (OCP) List [Docket No. 2853] (the "Sixth Supplemental OCP List")

On March 15, 2019, at my direction and under my supervision, employees of Prime Clerk caused the Sixth Supplemental OCP List to be served via email on Hinman & Carmichael LLP, Attn: John Hinman, jhinman@beveragelaw.com and on Greenberg Traurig LLP, Attn: Jeffrey W. Greene, greenej@gtlaw.com.

On March 15, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via overnight mail on Backenroth Frankel Krinsky LLP, Attn: Mark Frankel, 800 Third Avenue 11th Floor, New York, NY 10022, and Gould & Ratner LLP, Attn: Matthew A. Olins and Ellen M. Chapelle, 222 North LaSalle Street Suite 800, Chicago, IL 60601:

• Notice of Presentment of (Proposed) Stipulation, Agreement, and Order Granting Limited Relief from the Automatic Stay (233 S. Wacker, LLC) [Docket No. 2849]

On March 15, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served (1) via overnight mail on Husch Blackwell LLP, Attn: Lynn H. Butler, 111 Congress Avenue Suite 1400, Austin, TX 78701 and (2) via overnight mail and email on Husch Blackwell LLP, Attn: Marshall Turner, 190 Carondelet Plaza Suite 600, St. Louis, MO 63105-3433, marshal.turner@huschblackwell.com:

• Debtors' Objection to Motion of WC Independence Center, LLC for Allowance of Administrative Expense Claim and Payment Thereof [Docket No. 2850]

On March 15, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via overnight mail on the Pension Benefit Guaranty Corp., Attn: Michael I. Baird, Judith R. Starr, Garth D. Wilson and Kelly R. Cusick, Office of the General Counsel, 1200 K. Street NW, Washington, D.C. 20005-4026:

• Notice of Presentment of (Proposed) Stipulation and Order Permitting Pension Benefit Guaranty Corporation to File Consolidated Proofs of Claim under a Single Case Number [Docket No. 2852]

On March 15, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Fee Application Notice Parties Service List attached hereto as **Exhibit C**:

 First Combined Monthly Fee Statement of Deloitte & Touche LLP for Compensation for Services Rendered and Reimbursement of Expenses as Independent Audit and Advisory Services Provider to the Debtors for the Period from October 15, 2018 through November 30, 2018 [Docket No. 2855]

On March 16, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via overnight mail on the Notice Parties Service List attached hereto as **Exhibit D**:

• Notice of Assumption and Assignment of Additional Contracts and Designatable Leases [Docket No. 2854]

Dated: March 20, 2019

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on March 20, 2019, by Joudeleen C. Frans, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:

MOTARY PUBLIC OF NEW JR.

Comm. # 50070782

My Commission Expires 10/25/2022

Joudeleen C. Frans

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Exhibit A

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Dana Nessel, Juandisha M. Harris		
		3030 W. Grand Blvd.		
	AG and Assistant AG for the State of	Cadillac Place, Ste. 10-200		
Counsel to State of Michigan, Department of Treasury	Michigan, Dept. of Treasury	Detroit MI 48202	harrisj12@michigan.gov	Email
Counsel to State of Michigan, Department of Treasury	Wildingari, Dept. Of Treasury	Detroit IVII 48202	idizengoff@akingump.com	LIIIaii
		Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner	pdublin@akingump.com	
Dunnand Coursel to Official Committee of Uncommed Conditions of Comm		- · · · · · · · · · · · · · · · · · · ·		
Proposed Counsel to Official Committee of Unsecured Creditors of Sears		One Bryant Park	aqureshi@akingump.com	For all
Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	New York NY 10036	sbrauner@akingump.com	Email
		Attn: Pamela H. Walters, Johnetta Lang		
		2520 W.W. Thorne Drive		
Attorneys for Aldine Independent School District	Aldine Independent School District	Houston TX 77073	bnkatty@aldineisd.org	Email
		Attn: Jenelle C. Arnold		
		4375 Jutland Drive, Suite 200		
As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon FKA		P.O. Box 17933		
the Bank of New York	Aldridge Pite, LLP	San Diego CA 92177-0933	jarnold@aldridgepite.com	Email
		Attn: James J. Vincequerra		
		90 Park Avenue		
Counsel to Twentieth Century Fox Home Entertainment LLC	Alston & Bird LLP	New York NY 10016-1387	James.Vincequerra@alston.com	Email
·		Attn: Leib M. Lerner		
		333 South Hope Street		
		16th Floor		
Counsel to Twentieth Century Fox Home Entertainment LLC	Alston & Bird LLP	Los Angeles CA 90071	leib.lerner@alston.com	Email
Counsel to Twentieth Century Tox Home Entertainment Elec	7 1151011 04 511 0 221	Attn: Anthony J. D'Artiglio, Esq.	icionerie discomboni	2.11011
		365 Rifle Camp Road		
Counsel to Sayville Menlo, LLC	Ansell Grimm & Aaron, P.C.	Woodland Park NJ 07424	ajd@ansellgrimm.com	Email
Couriser to Sayvine Metrio, LEC	Aliseli Griffili & Adron, 1 .c.	Attn: Anthony J. D'Artiglio, Joshua S. Bauchner	aju@ansengrimm.com	Linaii
		365 Rifle Camp Road		
Counsel to the Local Texas Tax Authorities	Ansell Grimm & Aaron. P.C.	Woodland Park NJ 07424	aid @annallarinana agus	Email
Courser to the Local Texas Tax Authorities	Aliseli Griffilli & Adron, P.C.	Attn: Allen G. Kadish, Lance A. Schildkraut	ajd@ansellgrimm.com	EIIIdii
			al a diab O a ab a da co	
		630 Third Avenue	akadish@archerlaw.com	- "
Counsel to Community Unit School District 300	Archer & Greiner, P.C.	New York NY 10017	lschildkraut@archerlaw.com	Email
		Attn: Andrew I. Silfen, Beth Brownstein		
Counsel to Rare Hospitality Management, LLC, Rare Hospitality		1301 Avenue of the Americas		
International, Inc., Cheddars Casual Café, Inc., and Darden Restaurants,		Floor 42	andrew.silfen@arentfox.com	
Inc.	Arent Fox LLP	New York NY 10019	beth.brownstein@arentfox.com	Email
		Attn: Brian J. Lohan, Esq., Ginger Clements, Esq.		
		70 West Madison Street		
		Suite 4200	brian.lohan@arnoldporter.com	
Counsel for AT&T and Turner Broadcasting Sales, Inc.	Arnold & Porter Kaye Scholer LLP	Chicago IL 60602	ginger.clements@arnoldporter.com	Email
		Attn: Courtney A. Schael, Esq.		
		100 Quimby Street		
		Suite 1		
Counsel to Shinn Fu Company of America, Inc.	Ashford – Schael LLC	Westfield NJ 07090	CSchael@AshfordNJLaw.com	Email
s as ha ha s as a sale		Attn: Edward E. Neiger, Jennifer A. Christian		
		151 West 46th Street		
		4th Floor	eneiger@askllp.com	
Counsel to City Choice Limited	ASK LLP	New York NY 10036	jchristian@askllp.com	Email
counsel to dity choice chilited	/ GR EEI	Attn: James W. Grudus, Esq.	jem stane askip.com	Lillan
		One AT&T Way		
		·		
Courselfor ATOT and Tourse Bready 11 C	ATOT Complete Local Co.	Room 3A115	I-F706 Oath as as	Essa II
Counsel for AT&T and Turner Broadcasting Sales, Inc.	AT&T Services Legal Department	Bedminster NJ 07921	Jg5786@att.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
2200 110.11		Attn: Magdalena Cuellar		
		5108 E. Clinton Way		
		Ste. 109		
Interested Party	Austin Enterprises, LP.	Fresno CA 93727	mcuellar45@austinenterpriseslp.com	Email
microsco i urcy	Additi Effect prises, Et .	Attn: Mark Frankel, Esq.	medenal 45 @ dustmenter prisessp.com	Emon
		800 Third Avenue		
		Floor 11		
Counselt to 233 S. Wacker, LLC	Backenroth Frankel & Krinsky, LLP	New York NY 10022	mfrankel@bfklaw.com	Email
Counsel to 255 5. Wideker, EEC	Buckernour Franker & Krinsky, EE	Attn: Eric R. Goodman	mindinci@ bindw.com	Email
		Key Tower		
		127 Public Square, Suite 2000		
Counsel to American Greetings Corporation	Baker & Hostetler LLP	Cleveland OH 44114	egoodman@bakerlaw.com	Email
Counsel to American Greetings Corporation	Baker & Hostetier LLF	Attn: Ferve Khan	egoodillali@bakerlaw.com	Liliali
		45 Rockefeller Plaza		
Counsel to American Greetings Corporation	Baker & Hostetler LLP	New York NY 10111	fkhan@bakerlaw.com	Email
Counsel to American directings Corporation	Baker & Hostetier LLP	Attn: David L. Pollack	TKHAH@DakeHaw.com	EIIIdii
		52nd Floor - Mellon Bank Center		
Coursel to Driveray Dranauty Crave Inc. and Fadaval Doolty Investment				
Counsel to Brixmor Property Group, Inc. and Federal Realty Investment	Bellevel Cook at LD	1735 Market Street	II I. Oh - II d h	5
Trust Counsel to The Macerich Company, Starwood Retail Partners, LLC,	Ballard Spahr LLP	Philadelphia PA 19103	pollack@ballardspahr.com	Email
Acadia Realty Limited Partnership, C.E. John Company, Inc., Centennial		Attn: Dustin P. Branch		
Real Estate Co., CenterCal Properties, LLC, GS Pacific ER, LLC, PGIM Real		2029 Century Park East		
Estate, Vintage Real Estate, LLC, WBCMT 2007-C33 Independence	Bellevel Cook at LD	Suite 800	haranah di Ohallandanah arana	For all
Center, LLC, and White Plains Galleria Limited Partnership	Ballard Spahr LLP	Los Angeles CA 90067-2909	branchd@ballardspahr.com	Email
Counsel to Federal Realty Investment Trust, Acadia Realty Limited				
Partnership, PGIM Real Estate, Pacific Retail Group, WBCMT 2007-C33				
Independence Center LLC, Starwood Retail Partners LLC, Kravco				
Company, Brixmor Property Group, Inc., Centennial Real Estate Co.,		Attn: Leslie C. Heilman, Matthew G. Summers		
CenterCal Properties, LLC, C. E. Johns Company, Inc., GEM Realty Capital,		919 N. Market Street		
		11th Floor	heilmanl@ballardspahr.com	
Inc., GS Pacific ER, LLC, The Macerich Company, Vintage Real Estate, LLC,			•	Email
and White Plains Galleria Limited Partnership	Ballard Spahr LLP	Wilmington DE 19801	summersm@ballardspahr.com	Email
		Attn: Paul E. Harner, Alyssa E. Kutner		
		1675 Broadway	h Oh - II d h	
0 1.0.0 . 0.0		19th Floor	harnerp@ballardspahr.com	- "
Counsel to C.J. Segerstrom & Sons, S-Tract LLC and FBA Holdings, Inc. Counsel to Aviation Mall NewCo, LLC, Holyoke Mall Company, L.P., JPMG	Ballard Spahr LLP	New York NY 10019-5820	kutnera@ballardspahr.com	Email
Manassas Mall Owner LLC, Poughkeepsie Galleria LLC, Salmon Run		Attn: Kevin M. Newman		
Shopping Center, L.L.C., S&R Company of West Seneca NewCo, LLC,		Barclay Damon Tower		
		125 East Jefferson Street		
Washington Commons NewCo LLC, and DGI LS, LLC, Light 125 James	Barday Damon LLD		knowman@harslavdamon.com	Email
West LLC, Shilington Plaza LLC	Barclay Damon LLP	Syracuse NY 13202 Attn: Mark R. Owens	knewman@barclaydamon.com	Email
Coursel to Hysebal Douglanmont Corneration	Daynes & Theyels, we LLD	11 S. Meridian Street		Fracil
Counsel to Urschel Development Corporation	Barnes & Thornburg LLP	Indianapolis IN 46204	mowens@btlaw.com	Email
		Attn: Evan T. Miller		
		600 N. King Street		
		Suite 400		
Counsel to Retail Opportunity Investments Corp.	Bayard, P.A.	Wilmington DE 19801	emiller@bayardlaw.com	Email
		Attn: Russell W. Savory		
		119 South Main Street		
		Suite 500		
Counsel to BICO Associates GP	Beard & Savory, PLLC	Memphis TN 38103	russ@bsavory.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Russell W. Mills, R. Kent Love		
		2323 Ross Avenue		
		Suite 1900	rmills@bellnunnally.com	
Counsel to M&G Jewelers, Inc.	Bell Nunnally & Martin LLP	Dallas TX 75201	klove@bellnunnally.com	Email
,	·	Attn: Michael J. Barrie, Kevin M. Capuzzi	,	
		222 Delaware Avenue		
		Suite 801	mbarrie@beneschlaw.com	
Counsel to PREP Hanover Real Estate LLC	Benesch, Friedlander, Coplan & Aronoff LLP		kcapuzzi@beneschlaw.com	Email
		Attn: William E. Schonberg, Esq.		
		200 Public Square		
		Suite 2300		
Counsel to MIDAMCO, an Ohio Limited Partnership	Benesch, Friedlander, Coplan & Aronoff LLP		wschonberg@beneschlaw.com	Email
counsel to imprime of an ome Emilion a and only	Dericeson, Thedianaer, Copian & Tillonon EE	Attn: Ernie Zachary Park	Washion act 86 actics and wiscom	
		13215 E. Penn Street		
		Suite 510		
Counsel to Brixton Provo Mall, LLC	Bewley, Lassleben & Miller, LLP	Whitter CA 90602-1797	Ernie.park@bewleylaw.com	Email
Counsel to Brixton 110vo Ivian, LEC	bewiey, Lassiebell & Willer, LLi	Attn: Lawrence M. Schwab, Thomas M. Gaa	Line.park@bewieyiaw.com	Lillan
		633 Menlo Ave.		
		Suite 100		
Counsel to salesforce.com, Inc., Oath (Americas) Inc.	Bialson, Bergen & Schwab	Menlo Park CA 94025	Tgaa@bbslaw.com	Email
Counsel to salesforce.com, inc., Oath (Americas) inc.	Bidison, Bergen & Schwab	Attn: Michael W. Malter, Julie H. Rome-Banks	I gaa@bbsiaw.com	Elliali
Councel to Wileking Investments II C (formerly league on Wileking			michael Chinderneelten een	
Counsel to Wilshire Investments, LLC (formerly known as Wilshire	Diados 9 Maltos II D	2775 Park Avenue	michael@bindermalter.com	Fil
Business Center, a California General Partnership)	Binder & Malter LLP	Santa Clara CA 95050	julie@bindermalter.com	Email
Counsel to Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership;				
·				
Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals				
Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey				
Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of		Attn: Jeffrey Rhodes		
the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole		1825 Eye Street NW		
LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Washington DC 20006	JRhodes@BlankRome.com	Email
Counsel to Hansae Co. Ltd., Kin Properties, Inc.; Aleff LLC; Arcolo Limited				
Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC;				
Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough				
Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer,		Attn: Stanley B. Tarr, Evan J. Zucker		
Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC;		The Chrysler Building		
Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and		405 Lexington Avenue	Tarr@BlankRome.com	
Sugensteve LLC	Blank Rome LLP	New York NY 10174	EZucker@BlankRome.com	Email
		Attn: Wanda Borges, Esq., Sue L. Chin, Esq.		
Counsel to Sub-Zero Group, Inc., Sub-Zero Group West Inc., Sub-Zero		575 Underhill Blvd.	bankruptcy@borgeslawllc.com	
Group Southwest LLC, Sub-Zero Group Southeast, Inc., Kenney		Suite 118	wborges@borgeslawllc.com	
Manfacturing Company	Borges & Associates, LLC	Syosset NY 11791	schin@borgeslawllc.com	Email
		Attn: Anthony M. Rainone		
		101 Eisenhower Parkway		
Counsel to iStar Jewelry LLC	Brach Eichler LLC	Roseland NJ 07068-1067	arainone@bracheichler.com	Email
		Attn: James M. Jorissen		
		2200 IDS Center		
		80 South Eighth Street		
Counsel to 1803, LLC, and Camegaran, LLC	Briggs and Morgan, P.A.	Minneapolis MN 55402	jjorissen@briggs.com	Email
		Attn: Kristen N. Pate		
		350 N. Orleans St.		
		Suite 300		
Counsel to Brookfield Proprty REIT Inc., as Agent	Brookfield Property REIT Inc.	Chicago IL 60654-1607		First Class Mail

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Julie F. Montgomery, Esq.		
		6 North Broad Street		
Counsel to SAP Industries, Inc., SAP America, Inc., Sybase, Inc., Ariba,		Suite 100		
Inc., and Concur Technologies, Inc.	Brown & Connery, LLP	Woodbury NJ 08096	jmontgomery@brownconnery.com	Email
me, and concar realmonogics, me.	Drown & connerty, EE	Attn: A.R. Shrinivasan	joregomer ye arouncomer yeom	2.11011
		Managing Director		
		39 Wang Kwong Rd, Ste 2301B, Skyline Tower, Kowloon Bay		
BST International Fashion Ltd.	BST International Fashion Ltd.	Kowloon Hong Kong		First Class Mail
551 International rasmon Eta.	251 International Fashion Eta.	Attn: Paul M. Weister		THISC Class Wall
		16435 North Scottsdale Road		
		Suite 440		
Counsel to The Realty Associates Fund X, L.P.	Buchalter, A Professional Corporation	Scottsdale AZ 85254-1754	pweiser@buchalter.com	Email
Counsel to The Realty Associates Fullu A, E.F.	Buchaiter, A Professional Corporation	Attn: Shawn M. Christianson	pweiser@buchaiter.com	Lillali
		55 Second Street		
		17th Floor		
Councel to Oracle America Inc	Duchaltan A Duchassianal Corneration		ashvistianaan Ohushaltan sam	Fil
Counsel to Oracle America, Inc.	Buchalter, A Professional Corporation	San Francisco CA 94105-3493	schristianson@buchalter.com	Email
		Attn: Christopher P. Schueller		
		640 5th Avenue		
		9th Floor		
Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc.	Buchanan Ingersoll & Rooney PC	New York NY 10019	christopher.schueller@bipc.com	Email
		Attn: Christopher P. Schueller, Terry A. Shulsky, Tyler S. Dischinger		
		One Oxford Centre		
		301 Grant Street, 20th Floor	terry.shulsky@bipc.com	
Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc.	Buchanan Ingersoll & Rooney PC	Pittsburgh PA 15219-1410	tyler.dischinger@bipc.com	Email
		Attn: Eric G. Waxman III, Anthony De Leo		
		200 Liberty St.	Eric.Waxman@cwt.com	
Counsel to Argonaut Insurance Company	Cadwalader, Wickersham & Taft LLP	New York NY 10281	Anthony.Deleo@cwt.com	Email
Company dba Governor's Square Mall, Huntington Mall Company dba				
Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall	,			
Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest				
Partnership dba South Hill Mall, Spotsylvania Mall Company dba		Attn: Richard T. Davis		
Spotsylvania Towne Centre and Howland Commons, LLC dba Howland		5577 Youngstown-Warren Rd.		
Commons	Cafaro Management Company	Niles OH 44446	rdavis@cafarocompany.com	Email
		Attn: Joel H. Levitin, Richard A. Stieglitz Jr.		
		Eighty Pine Street	jlevitin@cahill.com	
Counsel to SHLD Lendco, LLC	Cahill Gordon & Reindel LLP	New York NY 10005	rstieglitz@cahill.com	Email
·		Attn: Sarah J. Klebolt, Esq.		
		120 South Central Avenue		
		Ste. 1800		
Counsel to 14 Oaks Associates, LLC	Carmody MacDonald P.C.	St. Louis MO 63105	sjk@carmodymacdonald.com	Email
		Attn: Marc J. Kurzman	3,00 0000000000000000000000000000000000	
		707 Summer Street		
Counsel to Crossroads Joint Venture, LLC, Landlord of Kmart store # 941	6 Carmody Torrance Sandak & Hennessy II P	Stamford CT 06901	MKurzman@carmodylaw.com	Email
22 3. 555. 5565 35 Ventare, Lee, Landiord of Milare Store # 341		Attn: Thomas J. Sansone	arzmane samoayiuw.com	
		195 Church Street		
		P.O. Box 1950		
Counsel to Crossroads Joint Venture, LLC, Landlord of Kmart store # 941	6 Carmody Torrance Sandak & Hennossy II P	New Haven CT 06509-1950	tsansone@carmodylaw.com	Email
Counsel to Crossioaus Joint Venture, LLC, Landiord of Mildit Store # 941	o carrious forfance Sandak & Hellilessy LLP	Attn: Michael J. Catalfimo, Esq., John R. Canney, IV, Esq.	Cambone@carmouylaw.com	Liliali
		20 Corporate Woods Blvd.		
	Cartor Conhou Casa Blackmana Malarra	·		
Local Coursel to DII North American Comments	Carter Conboy Case Blackmore Maloney &	Suite 500	mandalfim a Quanta se a la company	Facil
Local Counsel to BH North American Corporation	Laird, P.C.	Albany NY 12211	mcatalfimo@carterconboy.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
DESCRIPTION	INAIVIE	ADDRESS	LIVIAIL	WILLIHOD OF SERVICE
Counsel to the Bank of New York Mellon Trust Company and the Chase				
Manhattan Bank, N.A., Successor Trustees for the SRAC Unsecured PIK		Attn: James Gadsden, Esq.	gadsden@clm.com	
Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the		2 Wall Street	bankruptcy@clm.com	
SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	New York NY 10005	Dennis.roemlein@bnymellon.com	First Class Mail and Email
SKAC Mediaili Terrii Notes (10p 3 Securea Creditor)	Carter Ledyard & Willburn LLP	Attn: Richard J. McCord, Esq., Robert D. Nosek, Esq.	Dennis.roennem@briymenon.com	First Class Wall allu Elliali
Coursel to 7C Annoyal Cyayou II C. Studio 1 Div. of Chandah Fashions on	4	90 Merrick Avenue	respond @ contiles on boling come	
Counsel to ZG Apparel Group LLC , Studio 1 Div. of Shazdeh Fashions and			rmccord@certilmanbalin.com	Em all
The Libman Company	Certilman Balin Adler & Hyman, LLP	East Meadow NY 11554	rnosek@certilmanbalin.com	Email
		Sears Chambers Copy		
		US Bankruptcy Court SDNY		
		300 Quarropas Street, Room 248		
United States Bankruptcy Court for the Southern District of New York	Chambers of Honorable Robert D. Drain	White Plains NY 10601		Overnight Mail
		Attn: Laura E. Appleby, Steven Wilamowsky		
		1270 Avenue of the Americas	appleby@chapman.com	
Counsel to WSSR, LLC	Chapman and Cutler LLP	New York NY 10020	wilamowsky@chapman.com	Email
Counsel to Cardinal Health 110, LLC, Cardinal Health 112, LLC, and		Attn: Beth J. Rotenberg, Scott A. Zuber		
Cardinal Health PR 120, Inc., subsidiaries and affiliates of Cardinal		One Boland Drive	brotenberg@csglaw.com	
Health, Inc., an Ohio Corporation, Top 20 Unsecured Creditor	Chiesa Shahinian & Giantomasi PC	West Orange NJ 07052	szuber@csglaw.com	Email
		Attn: Kevin J. Simard, Jonathan D. Marshall	- 0	
		Two International Place	ksimard@choate.com	
Counsel to Wells Fargo Bank, National Association	Choate, Hall & Stewart LLP	Boston MA 02110	jmarshall@choate.com	Email
Counsel to Wells Fulgo Burlly Hadional Association	onoute, man & stemant EE	Attn: Hyun Suk Choi, Chull S. Park	jinarshang anoacersom	
		11 Broadway	hchoi@choiandpark.com	
		Suite 615	cpark@choiandpark.com	
Counsel to Winiadaewoo Electroniccs America, Inc.	Choi & Park, LLC	New York NY 10004		Email
Couriser to Williaudewoo Electroniccs America, Inc.	CHOI & Park, LLC	Attn: Miriam R. Stein	lkleist@choiandpark.com	EIIIdii
		30 South Wacker Drive		
		Suite 2600		
Counsel to MJ Holding Company, LLC	Chuhak & Tecson, P.C.	Chicago IL 60606	mstein@chuhak.com	Email
		Attn: Edward L. Schnitzer, Gilbert R. Saydah Jr.		
Counsel to Sakar International Inc., Eastern Prime Textiles Limited, Giza		1330 Avenue of the Americas		
Spinning & Weaving Co., Bradshaw Westwood Trust, and BST		14th Floor	eschnitzer@ckrlaw.com	
International Fashion Ltd.	CKR Law LLP	New York NY 10019	gsaydah@ckrlaw.com	Email
		Attn: Steven M. Richman		
Counsel for Epicor Software Corporation f/k/a		830 Third Avenue, Suite 200		
Activant Solutions, Inc.	Clark Hill PLC	New York NY 10022	srichman@clarkhill.com	Email
		Attn: Steven M. Richman, Nola R. Bencze		
Counsel for Epicor Software Corporation f/k/a		210 Carnegie Center, Suite 102	srichman@clarkhill.com	
Activant Solutions, Inc., and Milton Manufacturing, LLC	Clark Hill PLC	Princeton NJ 08540	nbencze@clarkhill.com	Email
		Attn: Duane J. Brescia		
		720 Brazos		
		Suite 700		
Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc.	Clark Hill Strasburger	Austin TX 78701	duane.brescia@clarkhillstrasburger.com	Email
222.22. 12 25.22. Solitare Solperation 1, 1, a restrain Solutions, me		Attn: David M. Blau		
		151 S. Old Woodward Ave.		
Counsel to Agree Limited Partnership, Lakewood Shopping Center, LLC,		Ste. 200		
	Clark Hill DLC		dhlau@clarkhill.cc	Email
Crossroads Centre II, LLC, and Ramco Jackson Crossing SPE	Clark Hill, PLC	Birmingham MI 48009	dblau@clarkhill.com	Email
		Attn: Lewis J. Liman, Abena A. Mainoo, Luke A. Barefoot	liman@cgsh.com	
Counsel to ESL Investments, Inc., JPP, LLC, JPP II, LLC, Transform Holdco		One Liberty Plaza	amainoo@cgsh.com	
LLC	Cleary Gottlieb Steen & Hamilton LLP	New York NY 10006	lbarefoot@cgsh.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Sean A. O'Neal		
		One Liberty Plaza		
Counsel to Transform Holdco LLC	Cleary Gottlieb Steen & Hamilton LLP	New York NY 10006	soneal@cgsh.com	Email
Counsel to JPP, LLC, as agent under the Second Lien Credit Facility,	, , , , , , , , , , , , , , , , , , , ,	Attn: Sean A. O'Neal, James L. Bromley, Andrew Weaver, Rahul Mukhi,	soneal@cgsh.com	
IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan		Jennifer Kennedy Park	aweaver@cgsh.com	
Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC, &		One Liberty Plaza	rmukhi@cgsh.com	
JPP II, LLC)	Cleary, Gottlieb, Steen & Hamilton LLP	New York NY 10006	jkpark@cgsh.com	First Class Mail and Email
, 220)	creary, comment a manimum zz.	Attn: William E. Kelleher, Jr., Helen Sara Ward	Jipanie egomeom	This class man and Eman
		625 Liberty Avenue	wkelleher@cohenlaw.com	
Counsel to Bonita Casa, LLC	Cohen & Grigsby, P.C.	Pittsburgh PA 15222-3152	hward@cohenlaw.com	Email
counser to bornta casa, Lec	concin a drigosty, i.e.	Attn: Richard M. Seltzer, Melissa S. Woods	inward@conemaw.com	Emon
		900 Third Avenue		
Counsel to International Union (UAW), United Steelworkers (USW), and		21st Floor		
Workers United (WU)	Cohen, Weiss and Simon LLP	New York NY 10022-4869	rseltzer@cwsny.com	Email
workers United (WU)	Conen, weiss and simon LLP	Attn: Jill B. Bienstock, Esq.	rseitzer@cwsny.com	Email
		1325 Avenue of the Americas		
		19th Fl.		
Counsel for Kellogg Sales Company	Cole Schotz P.C.	New York NY 10019	jbienstock@coleschotz.com	Email
		Attn: Michael D. Warner, Esq.		
		301 Commerce Street		
		Suite 1700		
Counsel for Kellogg Sales Company	Cole Schotz P.C.	Fort Worth TX 76102	mwarner@coleschotz.com	Email
Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes		Attn: Michael A. Smith, Vice President – Corporate Trust		
(8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top		2950 Express Drive South, Suite 210		
Creditor	Computershare Trust Company, N.A.	Islandia NY 11749	Michael.smith2@computershare.com	First Class Mail and Email
		Attn: Karen C. Bifferato, Kelly M. Conlan, N. Christopher Griffiths		
		The Brandywine Building	kbifferato@connollygallagher.com	
Counsel to IRC Marketplace at Six Corners, L.L.C. and IRC Park Center		1000 West Street, Suite 1400	kconlan@connollygallagher.com	
Plaza, L.L.C.	Connolly Gallagher LLP	Wilmington DE 19801	cgriffiths@connollygallagher.com	Email
		Attn: Seth Van Aalten, Sarah Carnes		
		1114 Avenue of the Americas	svanaalten@cooley.com	
Counsel to Washington Prime Group Inc.	Cooley LLP	New York NY 10036	scarnes@cooley.com	Email
		Attn: Ramon Coto Ojeda		
		MSC Plaza, Suite 800		
		255 Ponce de Leon Avenue		
Counsel to Payco Foods Corporation	Coto & Associates	San Juan PR 00917	rco@crlawpr.com	Email
		Attn: Dianne Coffino, R. Alexander Clark		
		The New York Times Building		
		620 Eighth Avenue	dcoffino@cov.com	
Counsel to Verizon Capital Corp. and NCC Key Company	Covington & Burling LLP	New York NY 10018	aclark@cov.com	Email
		Attn: Marl E. Felger		
		1201 N. Market Street		
		Suite 1001		
Counsel to National Distribution Centers, LLC	Cozen O'Connor	Wilmington DE 19801	mfelger@cozen.com	Email
counsel to Hadelian Distribution Centers, ELC	SSECTION SCHOOL	Attn: Paul H. Zumbro	gc. @ tozcii.com	
		Worldwide Plaza		
		825 Eighth Avenue		
Counsel to Stanley Black & Decker, Inc. and affiliated entities	Cravath, Swaine & Moore LLP	New York NY 10019	pzumbro@cravath.com	Email
Counsel to Stainey DidCk & Decker, Inc. and anniated effilles	Cravatii, Swallie & MOUTE LLP	Attn: David R. Taxin, Esq.	pzumbro@cravatn.com	Lillali
		123 Main Street		
		9th Floor		
				- "
Counsel to 5525 S. Soto St Associates, 5525 S. Soto Street Associates LLC	Danan & Nowick LLP	White Plains NY 10601	davidtaxin@dahannowick.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Daniel M. Silvershein		
		262 W. 38th St., Suite 1007		
Counsel to Vivian Hilken	Daniel M. Silvershein, Attorney at Law	New York NY 10018	daniel@dmsilverlaw.com	Email
		Attn: David H. Wander, Esq.		
		605 Third Avenue		
Counsel to Electronics for Imaging, Inc.	Davidoff Hutcher & Citron LLP	New York NY 10158	dhw@dhclegal.com	Email
		Attn: Joshua W. Cohen	C - 130	
		195 Church Street, 15th Floor		
Counsel to Lakin Tire West Incorporated	Day Pitney LLP	New Haven CT 06510	jwcohen@daypitney.com	Email
osanser to Lamin The Trest moorporated	Day Haney EE	Attn: Kevin N. Summers, Esq.	jirosnene asyptate jiesti	2.110.11
		801 W. Big Beaver Road		
		5th Floor		
Counsel to Greenwood Motors, Inc., d/b/a R+L Carriers	Dean & Fulkerson	Troy MI 48084	Ksummers@dflaw.com	Email
Counsel to dicenwood wotors, me., a/b/a k/E carriers	Dean & Lakerson	Attn: Erica S. Weisgerber, My Chi To	R3dffffef3@dflaw.com	Lindii
		919 Third Avenue	mcto@debevoise.com	
Councel to Cassado Investment III C and SI Agent II C	Dehavoice & Blimaton LLB			Email
Counsel to Cascade Investment, L.L.C. and SL Agent, LLC	Debevoise & Plimpton LLP	New York NY 10022 Attn: Julie Cvek Curley, Esq.	eweisgerber@debevoise.com	Email
		One North Lexington Avenue		
	Della III - Denna III - Main and a Mila O	-		
Coursel to Norman LICA Inc.	Delbello Donnellan Weingarten Wise &	11th Floor	in the Cold to Investment	For all
Counsel to Namco USA Inc.	Wiederkehr, LLP	White Plains NY 10601	jcurley@ddw-law.com	Email
		Attn: Beth J. Solomon		
		2500 Lake Cook Road		
DFS Services, LLC	DFS Services, LLC	Riverwoods IL 60015	bethsolomon@discover.com	Email
		Attn: Marita S. Erbeck		
Counsel to ProLogis-A4 CA IV, LP; Distribution Funding II, LLC; Prologis,		600 Campus Drive		
L.P.; KTR Ohio LLC; Prologis and KTR LV Loan LLC	Drinker Biddle & Reath LLP	Florham Park NJ 07932-1047	marita.erbeck@dbr.com	Email
		Attn: Lawrence J. Kotler, Wendy M. Simkulak		
		1540 Broadway	LJKotler@duanemorris.com	
Counsel to Riskonnect, Inc.	Duane Morris LLP	New York NY 10036-4086	WMSimkulak@duanemorris.com	Email
		Attn: Wendy M. Simkulak, Esquire & Catherine B. Heitzenrater, Esquire		
		30 South 17th Street	WMSimkulak@duanemorris.com	
Counsel to the Chubb Companies	Duane Morris LLP	Philadelphia PA 19103	Cheitzenrater@duanemorris.com	Email
Counsel to Landlord of Kmart store in Frederiksted, VI (Store #7413)				
referred in various papers as Sunshine Shopping Center Inc, Mall of Sain	t	Attn: Edgardo Munoz, PSC		
Croix, Sunshine Mall, Hatim Yusuf, and Plaza Juana Diaz, landlord of		364 Calle Lafayette		
Kmart Store in Puerto Rico (Store #3993)	Edgardo Munoz, PSC	San Juan PR 00917-3113	emunozPSC@gmail.com	Email
		Attn: Laurence May, Esq.		
		805 Third Avenue		
	Eiseman Levine Lehrhaupt & Kakoyiannis,	10th Floor		
Counsel to Prestige Bay Plaza Development Corp.	P.C.	New York NY 10022	lmay@eisemanlevine.com	Email
		Attn: Rafael X. Zahralddin-Aravena, Shelley A. Kinsella, Eric M. Sutty		
		1105 N. Market Street	rxza@elliottgreenleaf.com	
		Suite 1700	sak@elliottgreenleaf.com	
Counsel to McDonald's Corporation	Elliott Greenleaf, P.C.	Wilmington DE 19801	ems@elliottgreenleaf.com	Email
·		Attn: Matthew Leopold, General Counsel	- 5	
		Office of General Counsel 2310A		
		1200 Pennsylvania Ave NW, 2310A		
Environmental Protection Agency	Environmental Protection Agency	Washington DC 20460	Leopold.matt@Epa.gov	Email
		Attn: Larry Bercovich		
		Senior Legal Counsel		
		4120 Dublin Blvd., Suite 300		
Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc.	Epicor Software Corporation	Dublin CA 94568	lbercovich@epicor.com	Email
Counsel to Epicol Software Corporation 1/K/a Activant Solutions, IIIC.	Epicol Joltware Corporation	Dubini Gr J4300	iscressicité épicor.com	Lillaii

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
2200	1.00.002	Attn: Paul J. Pascuzzi		
		400 Capitol Mall		
	Felderstein Fitzgerald Willoughby & Pascuz	·		
Counsel to the McClatchy Company and its Affiliates	LLP	Sacramento CA 95814	ppascuzzi@ffwplaw.com	Email
course to the McClatchy Company and its Anniates	LLF	Attn: Gustavo A. Chico-Barris	ppascuzzi@nwpiaw.com	LIIIaii
		221 Plaza		
		221 Ponce de Leon Avenue, 5th Floor		
Counsel to Santa Rosa Mall, LLC	Ferraiuoli LLC	San Juan PR 00917	gchico@ferraiuoli.com	Email
		Attn: Mark E. Wilson		
		203 North LaSalle Street		
		Suite 2100		
Counsel to Clover Technologies Group, LLC	FisherBroyles, LLP	Chicago IL 60601	mark.wilson@fisherbroyles.com	Email
		Attn: Patricia B. Fugée		
		27100 Oakmead Drive		
		#306		
Counsel to Clover Technologies Group, LLC	FisherBroyles, LLP	Perrysburg OH 43553	patricia.fugee@fisherbroyles.com	Email
	, ,	Attn: Derek L. Wright & Katherine R. Catanese	J	
		90 Park Ave.	dlwright@foley.com	
Counsel to CenterPoint Properties Trust, and Victor Reagan Family Trus	t Foley & Lardner LLP	New York NY 10016	kcatanese@foley.com	Email
counser to center out Properties Trust, and victor heagan raining Trus	Toley & Laruner LLi	Attn: Michael Small	Reatanese@Toley.com	Linaii
		321 N. Clark Street		
		Suite 2800		
	5 1 0 1 1 1 1 1 5		11.04.1	- "
Counsel to CenterPoint Properties Trust	Foley & Lardner LLP	Chicago IL 60654	msmall@foley.com	Email
		Attn: Thomas Scannell		
		2021 McKinney Avenue		
		Suite 1600		
Counsel to Victor Reagan Family Trust	Foley Gardere Foley & Lardner LLP	Dallas TX 75201	tscannell@foley.com	Email
		Attn: Allen J. Guon, Esq.		
		321 N. Clark Street		
		Suite 800		
Counsel for Sherthal, LLC	Fox Rothschild LLP	Chicago IL 60654	aguon@foxrothschild.com	Email
		Attn: Paul J. Labov		
		101 Park Avenue		
		Suite 1700		
Counsel to Hanesbrands, Inc. and Sherthal, LLC	Fox Rothschild LLP	New York NY 10017	plabov@foxrothschild.com	Email
source to manesonanes, merena oner and, 220	I OX NOTISONIA EEI	Attn: Thomas M. Horan	property rexistential marcent	
		919 North Market Street		
		Suite 300		
Council to Hanachrande Inc	Fox Pothschild LLD		theran@favrathschild.com	Email
Counsel to Hanesbrands, Inc.	Fox Rothschild LLP	Wilmington DE 19899-2323 Attn: Mark E. Hall, Michael R. Herz	thoran@foxrothschild.com	Email
		· · · · · · · · · · · · · · · · · · ·	1 1105 11 1111	
		49 Market Street	mhall@foxrothschild.com	
Counsel to Capref Burbank, LLC	Fox Rothschild, LLP	Morristown NJ 07960	mherz@foxrothschild.com	Email
		Attn: N. Neville Reid		
		200 West Madison Street		
		Suite 3000		
Counsel to The Chamberlain Group, Inc.	Fox Swibel Levin & Carroll LLP	Chicago IL 60606	nreid@foxswibel.com	Email
		Attn: Joseph D. Frank, Jeremy C. Kleinman		
		1327 W. Washington Boulevard		
Counsel to Bottling Group, LLC and its affiliates and subsidiaries,		Suite 5G-H	jfrank@fgllp.com	
operating as Pepsi Beverages Company and Frito-Lay North America, In	Erank Cacker II D	Chicago IL 60607	jkleinman@fgllp.com	Email

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Master Service List

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Devon J. Eggert, Esq.		
		311 South Wacker Drive		
		Suite 3000		
Counsel for True Value Company	Freeborn & Peters LLP	Chicago IL 60606	deggert@freeborn.com	Email
·				
Counsel to Select Portfolio Servicing, Inc. as servicer for U.S. Bank				
National Association, as Trustee, in trust for the registered holders of		Attn: Michelle C. Marans, Esq.		
Citigroup Mortgage Loan Trust 2007-AHL2, Asset-Backed Pass-Through	Frenkel, Lambert, Weiss, Weisman &	53 Gibson Street		
Certificates, Series 2007-AHL2, Mortgage Pass-Through Certificates	Gordon, LLP	Bay Shore NY 11706		First Class Mail
		Attn: Brad Eric Scheler, Scott B. Luftglass, Peter B. Siroka	brad.eric.scheler@friedfrank.com	
Counsel to Seritage Growth Properties, Seritage SRC Finance LLC, and		One New York Plaza	scott.luftglass@friedfrank.com	
Seritage KMT Finance LLC	Fried, Frank, Harris, Shriver & Jacobson LLP	New York NY 10004	peter.siroka@friedfrank.com	Email
		Attn: Edward M. King		
		400 W Market St		
		Suite 3200		
Counsel to Sitel Operating Corporation	Frost Brown Todd LLC	Louisville KY 40202	tking@fbtlaw.com	Email
		Attn: Ronald E. Gold & AJ Webb		
		3300 Great American Tower		
		301 East Fourth Street	rgold@fbtlaw.com	
Counsel to Washington Prime Group Inc. and The Kroger Co.	Frost Brown Todd LLC	Cincinnati OH 45202	awebb@fbtlaw.com	Email
Courser to Washington Finne Group inc. and the Rioger co.	1103t Blown Todd LLC	Attn: Phillip A. Martin, Laura M. Brymer	awebb@ibtlaw.com	Linan
		101 South Fifth Street		
		27th Floor	pmartin@fmdlegal.com	
Coursel to Union II C. Appliance Colustions. Inc. of the C. C. Appliances	Fulta Madday Dialoga DLC			Frankl
Counsel to Haier U.S. Appliance Solutions, Inc. d/b/a GE Appliances	Fultz Maddox Dickens PLC	Louisville KY 40202	lbrymer@fmdlegal.com	Email
		Attn: Gary F. Seitz		
		8 Penn Center		
Counsel to Yang Ming (America) Corp., and Yang Ming Marine Transport		1628 John F. Kennedy Blvd, Suite 1901		
Corp.	Gellert Scali Busenkell & Brown LLC	Philadelphia PA 19103	gseitz@gsbblaw.com	Email
		Attn: Matthew T. Gensburg		
		200 West Adams Street		
		Suite 2425		
Counsel to Community Unit School District 300	Gensburg Calandriello & Kanter, P.C.	Chicago IL 60606	mgensburg@gcklegal.com	Email
		Attn: Brett S. Theisen, Natasha M. Songonuga		
		One Pennsylvania Plaza		
Counsel to Henkel Corporation, American Lebanese Syrian Associated		37th Floor	btheisen@gibbonslaw.com	
Charities, Inc.	Gibbons P.C.	New York NY 10119-3701	nsongonuga@gibbonslaw.com	Email
		Attn: Howard A. Cohen		
		300 Delaware Avenue		
		Suite 1015		
Counsel to Henkel Corporation	Gibbons P.C.	Wilmington DE 19801-1671	hcohen@gibbonslaw.com	Email
		Attn: Donald F. Campbell, Jr.		
		125 Half Mile Road		
		Suite 300		
Counsel to Interested Party, and Saker ShopRites, Inc.	Giordano, Halleran & Ciesla, P.C.	Red Bank NJ 07701	dcampbell@ghclaw.com	Email
		Attn: Timothy F. Nixon		
		One East Main Street		
		Suite 500		
Counsel to A.O. Smith Corporation, and Johnson Controls, Inc.	Godfrey & Kahn, S.C.	Madison WI 53703	tnixon@gklaw.com	Email
counser to 74.0. Smith corporation, and somison controls, Inc.	Gourney & Raini, S.C.	Attn: Thomas R. Fawkes	CHAOTIE BRIGW.COIT	Lillali
		375 Park Avenue		
		Suite 2670		
Councel to Infinite Perinherals Inc	Godlstein & McClintock LLLP	New York NY 10152	tamf@galdmslaw.com	Email
Counsel to Infinite Peripherals, Inc.	GOUISIEM & MICCHILLOCK LLLP	INCM INIVINI TOTOS	tomf@goldmclaw.com	EIIIdii

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
DESCRIPTION	NOME	Attn: Jonathan L. Flaxer, Esq., Michael S. Weinstein, Esq.	LIVIOIL	WILLIAM OF SERVICE
		711 Third Avenue	jflaxer@golenbock.com	
Counsel to AMAV Enterprises Ltd.	Golenbock Eiseman Assor Bell & Peskoe LLP		mweinstein@golenbock.com	Email
Counsel to AlviAv Enterprises Eta.	Golelibock Eiseman Assor Bell & Leskoe EE	Attn: Barry Z. Bazian, Michael H. Goldstein,	mwemstem@golenbock.com	Linaii
		The New York Times Building	gfox@goodwinlaw.com	
Counsel to Waste Management National Services, Inc., Urban Edge		620 Eighth Avenue	bbazian@goodwinlaw.com	
Properties LP and its Subsidiaries	Goodwin Procter LLP	New York NY 10018	mgoldstein@goodwinlaw.com	Email
Troperties Er and its subsidiaries	Goodwiii i rocter EEr	Attn: Matthew A. Olins, Esq., Ellen M. Chapelle, Esq. & Vanessa R. Tiradentes,	mgolastem@goodwilliaw.com	Lillan
		Esq.		
		222 North LaSalle Street		
		Suite 800		
Counselt to 233 S. Wacker, LLC	Gould & Ratner LLP	Chicago IL 60601	searsnotice@gouldratner.com	Email
Counsel to Cape Town Plaza LLC, New Westgate Mall LLC, STAG IV	Codia di Natrici Eli	Attn: Douglas B. Rosner	sear shottee@godiarather.com	Eman
Cheektowaga, LLC, Cape Town Plaza LLC, New Westgate Mall LLC, STAG		400 Atlantic Avenue		
IV Cheektowaga, LLC, and OND Property, LLC	Goulston & Storrs PC	Boston MA 02110-3333	drosner@goulstonstorrs.com	Email
TV Cheektowaga, EEC, and OND Froperty, EEC	Codiston & Stons I C	Attn: Trevor R. Hoffmann	urosner@godistonstons.com	Lillan
Counsel to Cape Town Plaza LLC, New Westgate Mall LLC, STAG IV		885 Third Avenue		
Cheektowaga, LLC, Cape Town Plaza LLC, New Westgate Mail LLC, STAG W		18th Floor		
IV Cheektowaga, LLC, and OND Property, LLC	Goulston & Storrs PC	New York NY 10022	thoffmann@goulstonstorrs.com	Email
TV Cheektowaga, EEC, and OND Property, EEC	Godiston & Stons FC	Attn: Phillip W. Bohl	thormann@godistonstons.com	Lillali
Counsel to Little Caesar Enterprises, Inc. and Blue Line Foodservice		80 S. Eighth St.		
Distribution, Inc.	Gray, Plant, Mooty, Mooty & Bennett, P.A.	Minneapolis MN 55402	phillip.bohl@gpmlaw.com	Email
Distribution, inc.	Gray, Flant, Mooty, Mooty & Bennett, F.A.	Attn: Frederick Black, Tara B. Annweiler, Marc D. Young	primp.bom@gprinaw.com	Lillali
		One Moody Plaza		
		18th Floor		
Counsel to American National Insurance Company	Greer, Herz & Adams, LLP	Galveston TX 77550	tannweiler@greerherz.com	Email
Counsel to American National Insurance Company	Green, menz & Adams, EEF	Attn: Janine M. Figueiredo, Esq.	tannwener @greennerz.com	Lillali
		488 Madison Avenue		
		15th Floor		
Counsel to Criteo S.A.	Hahn & Hessen LLP	New York NY 10022	ifigueiredo@hahnhessen.com	Email
Counsel to Criteo 3.A.	Hallii & Hessell LLP	Attn: Alan D. Halperin, Esq., Ligee Gu, Esq.	Jiigueii euo@iiaiiiiilesseii.coiii	EIIIaii
		40 Wall Street		
		37th Floor	ahalperin@halperinlaw.net	
Counsel to Relator Carl Ireland, Administrator the Estate of James Garbe	Halporin Battaglia Bonziia IIB	New York NY 10005	lgu@halperinlaw.net	Email
Counsel to Relator Carrilleland, Administrator the Estate of James Garbe	Halperiii Battagiia Berizija, LLP	Attn: Donna H. Lieberman, Esq.	igu@naiperiniaw.net	EIIIdii
		40 Wall Street		
		37th Floor		
Co-Counsel to Taubman Landlords and NW Properties Landlords	Halperin Battaglia Benzija, LLP	New York NY 10005	dlieberman@halperinlaw.net	Email
co-counser to raubinan candiorus and itwi rroperties candiorus	Halperin battagna benzija, Eti	Attn: Joia Johnson, Chief Administrative Officer and General Counsel	uneberman@naipermaw.net	Lillan
		1000 East Hanes Mill Road	joia.johnson@hanes.com	
Top 20 Unsecured Creditor	Hanesbrands Inc	Winston Salem NC 27105	howard.upchurch@hanes.com	First Class Mail and Email
Top 20 onsecured creator	Transstanas me	Attn: Kevin Tompsett, Esq.	noward.apenarene nanes.com	Thist class Wall and Email
		99 Garnsey Road		
Counsel to Van Hook Service Co., Inc.	Harris Beach PLLC	Pittsford NY 14534	ktompsett@harrisbeach.com	Email
counse, to van Hook service co., inc.	The state of the s	Attn: Sean E. O'Donnell, Stephen B. Selbst, Steven B. Smith, Michelle M.	sodonnell@herrick.com	Zilion
		Sekowski	sselbst@herrick.com	
Proposed Special Conflicts Counsel to the Official Committee of		2 Park Avenue	ssmith@herrick.com	
Unsecured Creditors of Sears Holdings Corporation, et al.	Herrick, Feinstein LLP	New York NY 10016	msekowski@herrick.com	Email
onsecured or cultors of sears florumgs corporation, et al.	rierren, i emistem en	Attn: Martin A. Eliopulos, Esq.	miserowskie memer.com	Lindii
		401 West A Street		
		Suite 2600		
Counsel to BH North American Corporation	Higgs Fletcher & Mack LLP	San Diego CA 92101	elio@higgslaw.com	Email
Counsel to bit North American corporation	THERE I TELCHET & WINDER LLF	Jan Diego Ch J2101	CHOW HISSNAW.COH	Linaii

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Christopher V. Fenlon, Esq.		
		30 South Pearl Street		
		Suite 901		
Counsel to Greenwood Industries, Inc.	Hinckley, Allen & Snyder LLP	Albany NY 12207	cfenlon@hinckleyallen.com	Email
		Attn: Attn: Arthur E. Rosenberg, Esq., Marc L. Antonecchia, Esq.		
		31 West 52nd Street	arthur.rosenberg@hklaw.com	
Counsel for Cushman & Wakefield Inc.	Holland & Knight LLP	New York NY 10019	Marc.Antonecchia@hklaw.com	Email
Countries Constituting Waterleid Inc.	Tronding of Kinghi EE	Attn: Barbra R. Parlin	The continue of the continue o	2.11011
Counsel to Plaza las Americas, Inc., Plaza del Caribe, S.E., and Garda CL		31 West 52nd Street	barbra.parlin@hklaw.com	
Great Lakes, Inc.	Holland & Knight LLP	New York NY 10019	elvin.ramos@hklaw.com	Email
Great Lakes, Inc.	Holland & Kriight LLi	Attn: Jose A. Casal, Esq., Joaquin J. Alemany, Esq.	ewii.ramos@nkiaw.com	Lillan
		701 Brickell Avenue		
		Suite 3300	ioso sasal@hklaw.com	
Commonly Comb Cl Compt along to	Halland O Kotakk II D		jose.casal@hklaw.com	51
Counsel to Garda CL Great Lakes, Inc.	Holland & Knight LLP	Miami FL 33131	jjalemany@hklaw.com	Email
		Attn: Lawrence A. Lichtman		
		2290 First National Building		
		660 Woodward Avenue		
Counsel to Midwest Tool, Cutlery Company	Honigman Miller Schwartz and Cohn LLP	Detroit MI 48226	llichtman@honigman.com	Email
		Attn: Christopher Gartman		
		One Battery Park Plaza		
Counsel to Matson Navigation Company, Inc.	Hughes Hubbard & Reed LLP	New York NY 10004	chris.gartman@hugheshubbard.com	Email
		Attn: Brett L. Gross, Michael S. Legge		
Counsel to UBS AG, as lender for the Sparrow Term Loan maturing 2019		200 Park Avenue	bgross@HuntonAK.com	
McLane Company, Inc.	Hunton Andrews Kurth LLP	New York NY 10166	mlegge@huntonak.com	First Class Mail and Email
		Attn: Gregory G. Hesse		
		1445 Ross Avenue		
		Suite 3700		
Counsel to McLane Company, Inc.	Hunton Andrews Kurth LLP	Dallas TX 75202	ghesse@huntonak.com	Email
		Attn: Caleb T. Holzaepfel	B	
		736 Georgia Avenue		
		Suite 300		
Counsel to CBL & Associates Management, Inc.	Husch Blackwell LLP	Chattanooga TN 37402	caleb.holzaepfel@huschblackwell.com	Email
Counsel to CBL & Associates Management, Inc.	Truscri Biackweii EEF	Attn: Lynn H. Butler	caleb.Holzaepiel@Huschblackwell.com	Lillali
		•		
		111 Congress Avenue		
		Suite 1400		- "
Counsel to WC Independence Center LLC, WC MRP Belleville Center, LLC	Husch Blackwell LLP	Austin TX 78701	lynn.butler@huschblackwell.com	Email
		Attn: Daniel R. Swetnam		
		250 West Street		
		Suite 700		
Counsel to 5330 Crosswind, LLC	Ice Miller LLP	Columbus OH 43215	Daniel.Swetnam@icemiller.com	Email
	Attn: Karen Vogel, Treasurer-Tax Collector			
		940 West Main Street		
		Suite 106		
County of Imperial, California	Imperial County Treasurer- Tax Collector	El Centro CA 92243	taxcollector@co.imperial.ca.us	Email
		Attn: Alex Macias		
		915 Wilshire Blvd		
		Ste. 800		
Impremedia Operating Company, LLC	Impremedia Operating Company, LLC	Los Angeles CA 90017	alex.macias@impremedia.com	Email
Impremedia Operating Company, LLC	,	Attn: Centralized Insolvency Operation	G F	-
			The state of the s	1
		2970 Market Street		

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Master Service List
Served as set forth belo

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Centralized Insolvency Operation		
		P.O. Box 7346		
IRS Insolvency Section	Internal Revenue Service	Philadelphia PA 19101-7346	Mimi.M.Wong@irscounsel.treas.gov	First Class Mail and Email
		Attn: Joseph Corrigan	Je state to the gr	
	Iron Mountain Information Management,	One Federal Street		
Counsel to Iron Mountain Information Management, LLC,	LLC	Boston MA 02110	Bankruptcy2@ironmountain.com	Email
course to non Mountain information Management, ELC,		Attn: Hugh G. Jasne, Esq., Diane L. Klein, Esq.	Buriki uptcy2@iroriiriouritairi.com	Eman
		30 Glenn Street		
		Suite 103	hgj@jasneflorio.com	
Councel to Data Brint Technologies Inc	Jane & Floria I I D	White Plains NY 10603		Fil
Counsel to Data Print Technologies, Inc.	Jasne & Florio, L.L.P.	Attn: John C. Adams, Kennylugenia Adams	dlk@jasneflorio.com	Email
		. , -		
		P.O. Box 326		
Counsel to John C. Adams and Kennylugenia Adams	John C. Adams and Kennylugenia Adams	Aptos CA 95001	brownsvalleyorchards@aol.com	Email
		Attn: Judith Elkin		
Counsel to Lennox International Inc. and Lennox National Account		23 Malysana Lane		
Services, LLC	Judith Elkin PLLC	New Rochelle NY 10805	elkinj@mac.com	Email
		Attn: Robert T. Honeywell, Esq.		
Counsel to Amazon.com Services, Inc., Amazon Payments, Inc., and		599 Lexington Avenue		
Amazon Services LLC.	K&L Gates LLP	New York NY 10022	robert.honeywell@klgates.com	Email
		Attn: Andrew P. Tureaud		
		445 Hamilton Avenue		
Counsel to GBR Green Acress Limited Liability Company, Greenwich 29		15th Floor		
L.P., and 909 Group, L.P.	Keane & Beane, P.C.	White Plains NY 10601	atureaud@kblaw.com	Email
, , , , , , , , , , , , , , , , , , , ,		Attn: Tanya Korkhov		
Counsel to Robert A. Catalfamo and Lavarita D. Meriwether, plaintiffs in		1140 Avenue of the Americas, 9th Floor		
the consolidated ERISA action, the the ERISA Plaintiffs	Keller Rohrback L.L.P.	New York NY 10036	tkorkhov@kellerrohrback.com	Email
the deliberated Enter (decient) the title Enter () turners	Neiler Heiniguek Elen i	Attn: Eric R. Wilson, Esq., Benjamin D. Feder, Esq.	thermore renerron backreem	2
		101 Park Avenue	KDWBankruptcyDepartment@KelleyDrye.com	
Counsel to Computershare Turst Company, N.A., as Indenture Trustee	Kelley Drye & Warren LLP	New York NY 10178	bfeder@kelleydrye.com	Email
Counsel to Computershare Turst Company, N.A., as indenture Trustee	Reliey Drye & Walter LLF	Attn: Jeffery A. Carlino, Esq.	breder @keneydrye.com	Lillali
		The Calumet Building		
		7		
		233 Franklin Street		- "
Counsel to Voortman Cookies Limited	Kenney Shelton Liptak & Nowak, LLP	Buffalo NY 14202	jacarlino@kslnlaw.com	Email
Counsel to Haier U.S. Appliance Solutions, Inc. d/b/a GE Appliances, (i)				
GLP US Management, LLC, (ii) Icon Owner Pool 4 Northeast/Midwest,				
LLC, (iii) Western B Southeast FL, LLC, (iv) Icon Owner Pool 1		Attn: Sean C. Southard, Lauren C. Kiss		
West/Southwest, LLC, (v) Icon Owner Pool 1 SF Non-Business Parks, LLC,		200 West 41st Street		
(vi) Icon DP MD Owner Pool 2 West/Northeast/Midwest, LLC, and (vii)	Klestadt Winters Jureller Southard &	17th Floor	ssouthard@klestadt.com	
Icon Owner Pool 1 SF Business Parks, LLC	Stevens, LLP	New York NY 10036-7203	lkiss@klestadt.com	Email
		Attn: Jeffrey Kurtzman		
		401 S. 2nd Street		
Counsel to PREIT Services, LLC, BET Investments, and the Robbins		Suite 200		
Companies	Kurtzman Steady, LLC	Philadelphia PA 19147	kurtzman@kurtzmansteady.com	Email
•		Attn.: Will J. Brunnquell, Esq.		
		1420 Fifth Avenue		
		Suite 4200		
Counsel to Angela Kelly and Janyce L. MacKenzie	Lane Powell PC	Seattle WA 98101	brunnquellw@lanepowell.com	Email
Counsel to Angela Keny and Janyce L. MacKenzie	Lune i owell i c	Attn: David S. Gragg	or anniquenw@ianepowen.com	Lilian
		Trinity Plaza II, Ninth Floor		
Councel to Alatov a Joint Venture Dana Bachester I.B. Welters				
Counsel to Alatex, a Joint Venture, Papa Rochester, LP, Walters	Laurelau O Banarila In	745 E. Mulberry, Suite 900	dans an Oleverte de march	5
Investments, LP, Wal-Go Associates LLC	Langley & Banack, Incorporated	San Antonio TX 78212	dgragg@langleybanack.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: John R. Fifarek, Esq.		
		120 N. Washington Square		
Counsel for 4th Street South II, LLC, a Michigan Limited Liability		Ste. 625		
Company	Lasky Fifarek, P.C.	Lansing MI 48933	jfifarek@laskyfifarek.com	Email
		Attn: Richard L. Zucker	ja. o.i.e i.a.i.ja.	
Counsel to Oster Yorktown Properties, LLC, U.S. Realty 86 Associates and		75 Eisenhower Parkway		
Westmount Plaza Associates	Lasser Hochman, L.L.C.	Roseland NJ 07068	rzucker@lasserhochman.com	Email
		Attn: Marc A. Zelina		
		885 Third Avenue		
Counsel to Simon Property Group	Latham & Watkins LLP	New York NY 10022	marc.zelina@lw.com	Email
Source to small reperty croup	Edition & Watering EE	Attn: Peter M. Gilhuly, Ted A. Dillman	maroizema@imicom	
		355 South Grand Ave		
		Ste. 100	peter.gilhuly@lw.com	
Counsel to Simon Property Group	Latham & Watkins LLP	Los Angeles CA 90071-1560	ted.dillman@lw.com	Email
Counsel to simon Property Group	Latriani & Watkins LLi	Attn: Gilbert A. Lazarus	tea.aiiman@iw.com	Linaii
		92-12 68th Avenue		
Counsel to Vandale Industries, Inc.	Law Office of Gilbert A. Lazarus, PLLC.	Forest Hills NY 11375	gillazarus@gmail.com	Email
Couriser to variuale industries, inc.	Law Office of Gilbert A. Lazarus, FLLC.	Attn: Kevin S. Neiman	giliazar us@giliali.com	Liliali
		999 18th Street		
		Suite 1230 S		
Councel to NIM Proporties Landlards	Law Office of Kevin S. Neiman, PC	Denver CO 80202	kovin@kenne.com	Email
Counsel to NW Properties Landlords	Law Office of Revin S. Neiman, PC	Attn: William P. Fennell	kevin@ksnpc.com	Email
		401 West A Street	illiana fannall@fannallla	
			william.fennell@fennelllaw.com	
		Suite 1800	luralene.schultz@fennelllaw.com	
Counsel to Dart Warehouse Corporation	Law Office of William P. Fennell, APLC	San Diego CA 92101	office@fennelllaw.com	Email
		381 Broadway		
Counsel for U.S. Bank National Association d/b/a U.S. Bank Equipment		Suite 300		
Finance	Law Offices of Charles A. Gruen	Westwood NJ 07675	cgruen@gruenlaw.com	Email
		Attn: Douglas T. Tabachnik, Esq.		
		63 West Main Street		
		Suite C		
Local Counsel for the Certain Texas Taxing Entities	Law Offices of Douglas T. Tabachnik, P.C.	Freehold NJ 07728	dtabachnik@dttlaw.com	Email
		Attn: Penny R. Stark		
		9861 Sunrise Lakes Boulevard		
		Suite 308		
Counsel to Caparra Center Associates, San Patricio Plaza ("SPP") Landlord	Law Offices of Penny R. Stark	Fort Lauderdale FL 33322	pstarkesq@gmail.com	Email
		Attn: Harlan M. Lazarus		
		240 Madison Avenue		
Counsel to Cudlie Accessories LLC, Flatbush Center Parking LLC, Project		8th Floor	hlazarus@lazarusandlazarus.com	
28 Clothing LLC, and Ikeddi Imports LLC	Lazarus & Lazarus, P.C.	New York NY 10016	harlan.lazarus@gmail.com	Email
Coursel to Weetfield 11 Condition of the Annual State Co.				
Counsel to Westfield, LLC and its affiliate, Annapolis Mall Owner LLC,				
Brandon Shopping Center Partners LTD, Broward Mall LLC, Citrus Park				
Mall Owner LLC, Countryside Mall LLC, Roseville Shoppingtown LLC,				
Meriden Square Partnership, Montgomery Mall Owner LLC, North				
County Fair LP and EWH Escondido Associates, L.P., Oakridge Mall LLC,				
WEA Palm Desert LLC, Sarasota Shoppingtown LLC, WEA Southcenter				
LLC, Sunrise Mall LLC, UTC Venture LLC, Valencia Town Center Venture,		Attn: Ilan Markus and Niclas A. Ferland		
L.P., Wheaton Plaza Regional Shopping Center LLC, Beneson Capital		545 Long Wharf Drive	ilan.markus@leclairryan.com	
Partners, LLC and its affiliate Brooks Shopping Centers, LLC, Concord Mal	I	9th Floor	niclas.ferland@leclairryan.com	
LP, and Berkshire Mall LP	LeClairRyan, PLLC	New Haven CT 06511	andrew.cole@leclairryan.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Janice B. Grubin, Alex J. Chase		
		885 Third Avenue		
Counsel to DXC Technology Services LLC, successor in interest to		16th Floor	janice.grubin@leclairryan.com	
Computer Sciences Corporation and CSC Covansys Corporation	LeClairRyan, PLLC	New York NY 10022	alex.chase@leclairryan.com	Email
, ,	, ,	Attn: James M. Jorissen	- i	
		100 South Fifth Street		
	Leonard, O'Brien, Spencer, Gale & Sayre,	Suite 2500		
Counsel to 1803, LLC, and Camegaran, LLC	Ltd.	Minneapolis MN 55402	jjorissen@losgs.com	Email
		Attn: David G. Aelvoet	,	-
		711 Navarro Street		
		Ste 300		
Counsel to Bexar County	Linebarger Goggan Blair & Sampson, LLP	San Antonio TX 78205	sanantonio.bankruptcy@publicans.com	Email
Counsel to Aransas County, Bee County, Jim Wells CAD, Nueces County,	zinezarger coggan zian a sampson, zzi	Attn: Diane Wade Sanders	Sanancomorpanii aproj @ pasiisansissom	2.110.11
City of Harlingen, Hidalgo County, Victoria County, Blanco CAD,		P.O. Box 17428		
Harlingen CISD, Cameron County	Linebarger Goggan Blair & Sampson, LLP	Austin TX 78760		First Class Mail
Trainingen dissif cameron county	zinezarger coggan zian a sampson, zzi	Attn: Elizabeth Weller		i iist class iiiaii
		2777 N. Stemmons Freeway		
		Suite 1000		
Counsel to Tarrant County and Dallas County	Linebarger Goggan Blair & Sampson, LLP	Dallas TX 75027	dallas.bankruptcy@publicans.com	Email
Counsel to Farrant County and Dallas County	Emedarger Goggan blan & Sampson, EE	Dallas 1X 73027	danas.banki uptey@publicans.com	Lillan
Counsel to Matagorda County, Angelina County, Cleveland ISD,				
Galveston County, Orange County, Cypress-Fairbanks ISD, Tyler County,		Attn: John P. Dillman		
Fort Bend County, Wharton Co Jr Coll Dist, Harris County, Jasper County,		PO Box 3064		
1	Linebarger Goggan Blair & Sampson, LLP	Houston TX 77253-3064	houston bankruptcy@publicans.com	Email
Houston CAD, Montgomery County, and Polk County	Linebarger Goggan Blair & Sampson, LLP	Attn: John T. Farnum, Esq.	nouston_bankruptcy@publicans.com	Ellidii
		7200 Wisconsin Avenue		
		Suite 800		
Coursel to LTMAC Bronoution LLC	Lineway and Dischar LLD	Bethesda MD 20814	ifa anno Olimpuno Inno anno	Email
Counsel to LTMAC Properties, LLC	Linowes and Blocher LLP	Attn: John A. Mueller	jfarnum@linowes-law.com	Email
		50 Fountain Plaza		
Courselles CUCO A Coose I Board Marriage Hills Biles I B	Linna Mathina Mada Friada an IIB	Suite 1700	in a line of the second	Em all
Counsel to SUSO 4 Ocean LP and Maynardville Pike LP	Lippes Mathias Wexler Friedman LLP	Buffalo NY 14202-2216	jmueller@lippes.com	Email
		Attn: Brian A. Raynor, Aaron C. Smith	harana a Ola ababa da a ara	
		111 South Wacker Drive	braynor@lockelord.com	- "
Counsel to Pension Benefit Guaranty Corporation	Locke Lord LLP	Chicago IL 60606	asmith@lockelord.com	Email
		Attn: Ira S. Green		
		200 Vesey Street		- "
Counsel to DFS Services, LLC	Locke Lord LLP	New York NY 10281	ira.greene@lockelord.com	Email
		Attn: Joseph N. Froehlich		
		Brookfield Place		
		200 Vesey Street, 20th Floor		
Counsel to Cardtronics USA, Inc.	Locke Lord LLP	New York NY 10281	jfroehlich@lockelord.com	Email
		Attn: W. Steven Bryant		
		600 Congress Avenue		
		Ste. 2200		
Counsel to Cardtronics USA, Inc.	Locke Lord LLP	Austin TX 78701	sbryant@lockelord.com	Email
		Attn: Bruce Buechler		
		One Lowenstein Drive		
Counsel to Active Media Services, Inc., d/b/a Active International	Lowenstein Sandler LLP	Roseland NJ 07068	bbuechler@lowenstein.com	Email
		Attn: Bruce S. Nathan, Esq., Eric S. Chafetz, Esq.		
		1251 Avenue of the Americas	echafetz@lowenstein.com	
Counsel to LG Electronics USA, Inc. and Valvoline	Lowenstein Sandler LLP	New York NY 10020	bnathan@lowenstein.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Dennis D. Miller		
		The Transamerica Pyramid		
		600 Montgomery Street, 14th Floor		
Counsel to Trinet Essential Facilities XXVII, Inc.	Lubin Olson & Niewiadomski LLP	San Francisco CA 94111	dmiller@lubinolson.com	Email
counsel to Timet Essential Fashing States, inc.	Eddin Olson & Mewiddeniski EE	Attn: Mark A. Amendola	annier e raamoisomeem	
		820 W. Superior Avenue		
		10th Floor		
Coursel to DACA trust and liter Colta Foods 11 C	Markus and Associates			Fil
Counsel to PACA trust creditor, Caito Foods, LLC	Martyn and Associates	Cleveland OH 44113	mamendola@martynlawfirm.com	Email
		Attn: David H. Hartheimer		
		845 Third Avenue		
Counsel to City of Minneapolis	Mayerson & Hartheimer PLLC	New York NY 10022	david@mhlaw-ny.com	Email
Counsel to the County of Anderson, Texas, Bastrop County Water				
Control and Improvement District #2, The County of Bastrop, Texas, Tax				
Appraisal District of Bell County, The County of Bosque, Texas, Bowie				
Central Appraisal District, The County of Brazos, Texas, Brown County				
Appraisal District, Burnet Central Appraisal District, Cherokee County				
Appraisal District, Durnet Central Appraisal District, Cherokee County Appraisal District, The County of Cherokee, Texas, The County of Comal,				
Texas, The County of Coryell, Texas, The County of Denton, Texas,				
Denton County Road Utility District #1, County of Erath, The County of				
Guadalupe, Texas, Harrison Central Appraisal District, The County of				
Harrison, Texas, The County of Hays, Texas, The County of Henderson,				
Texas, The County of Jasper, Texas, Groesbeck Independent School				
District, The City of Groesbeck, Texas, Mexia Independent School				
District, City of Waco and/or Waco Independent School District, Midland				
Central Appraisal District, Central Appraisal District of Taylor County,				
Terry County Appraisal District, The County of Wharton, Texas and The		Attn: Lee Gordon, Tara LeDay		
County of Williamson, Texas, (jointly "The Texas Ad Valorem Taxing		P. O. Box 1269		
Jurisdictions")	McCreary, Veselka, Bragg & Allen, P.C.	Round Rock TX 78680	tleday@mvbalaw.com	Email
,		Attn: Brian S. McGrath, Kristen D. Romano		
		112 West 34th Street		
		Suite 1515	bmcgrath@mcglinchey.com	
Coursel to Automotive Doubels Inc. and ADI Floot IT	Maclinghay Staffand DLLC			Fil
Counsel to Automotive Rentals, Inc., and ARI Fleet LT	McGlinchey Stafford, PLLC	New York NY 10120	kromano@mcglinchey.com	Email
		Attn: Mark J. Chaney, Esq., Richard A. Aguilar, Esq., Rudy J. Cerone, Esq.		
		601 Poydras Street	mchaney@mcglinchey.com	
		12th Floor	raguilar@mcglinchey.com	
Counsel to Automotive Rentals, Inc. and ARI Fleet LT	McGlinchey Stafford, PLLC	New Orleans LA 70130	rcerone@mcglinchey.com	Email
Counsel to Automotive Rentals, Inc. and ARI Fleet Li	incommency Starrora, FLLC	Attn: H. Jeffrey Schwartz	recrone@meginency.com	Lindii
		One Bryant Park		
		·		
		47th Floor		
Counsel to Winners Industry Co., Ltd.	McKool Smith, P.C.	New York NY 10036	hjschwartz@mckoolsmith.com	Email
		Attn: David Meegan		
Counsel to Creditors Loki Investments, LLC, Michael Rue, J. Terry Eager		11341 Gold Express Drive		
and Susan B. Eager, as Co-Trustees of the J. Terry Eager Family Trust-		Suite 110		
1995, and CEMR Properties	Meegan, Hanschu & Kassenbrock	Gold River CA 95670	dmeegan@mhksacto.com	Email
		Attn: Christopher J. Major		
		125 Park Avenue		
		7th Floor		
Counsel to Royal Consumer Products, LLC	Meister Seelig & Fein LLP	New York NY 10017	cjm@msf-law.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Nicole C. Kenworthy		
		6801 Kenilworth Avenue		
Counsel to Prince George's County, Maryland, Calvert County, Maryland	i	Suite 400		
and Charles County, Maryland	Meyers, Rodbell & Rosenbaum, P.A.	Riverdale MD 20737-1385	nkenworthy@mrrlaw.net	Email
	, , , , , , , , , , , , , , , , , , , ,	Attn: Andrew M. Leblanc	1 1 7 2	
		1850 K Street, NW		
		Suite 1100		
Counsel to Cyrus Capital Partners, L.P.	Milbank, Tweed, Hadley & McCloy LLP	Washington DC 20006	ALeblanc@milbank.com	Email
counsel to cyrus cupitair artifers, E.i.	IVIIIDATIK, TWEEG, HAGIEY & MICEIOY EE	Attn: Craig M. Price	/ Lesiane & misank.com	Emon
		28 Liberty Street		
Counsel to Cyrus Capital Partners, L.P.	Milbank, Tweed, Hadley & McCloy LLP	New York NY 10005-1413	cprice@milbank.com	Email
counsel to cyrus capital rarthers, E.i .	Willbank, Tweed, Hadley & Wiccioy LLi	Attn: Robert J. Liubicic	српсештиванк.сот	Lindii
		2029 Century Park East		
		33rd Floor		
Counsel to Cyrus Capital Partners, L.P.	Milbank, Tweed, Hadley & McCloy LLP	Los Angeles CA 90067	RLiubicic@milbank.com	Email
Courser to Cyrus Capital Partilers, L.P.	Willballk, Tweed, Hadley & Miccioy LLP	Attn: Steven A. Ginther, Special Assistant Attorney General	KLIUDICIC@THIDATK.COTH	EIIIdii
	Maintenant Demonstrate of Demonstrate	301 W. High Street, Room 670		
	Missouri Department of Revenue,	P.O. Box 475	1 101	- "
Counsel to Missouri Department of Revenue	Bankruptcy Unit	Jefferson City MO 65105-0475	sdnyecf@dor.mo.gov	Email
		Attn: Stan D. Smith		
		425 West Capitol Avenue		
	Mitchell, Williams, Selig, Gates &	Suite 1800		
Counsel to Acxiom Corporation	Woodyard, P.L.L.C.	Little Rock AR 72201-3525	ssmith@mwlaw.com	Email
		Attn: Kevin P. Montee, Esq.		
		1250-I Newell Ave.		
		Suite 149		
Counsel to Creditor Hudson Concourse, LLC	Montee & Associates	Walnut Creek CA 94596		First Class Mail
		Attn: Laura McCarthy		
		One Federal Street		
		32nd Fl		
Counsel to Kimco Realty Corporation	Morgan, Lewis & Bockius LLP	Boston MA 02110-1726	laura.mccarthy@morganlewis.com	Email
		Attn: Neil E. Herman		
		101 Park Avenue		
Counsel to Kimco Realty Corporation	Morgan, Lewis & Bockius LLP	New York NY 10178-0600	neil.herman@morganlewis.com	Email
		Attn: Stephen M. Miller		
Counsel to Net Lease Management Partners, L.L.C., Greensboro Lease		500 Delaware Avenue, Suite 1500		
Management, L.L.C., Brighton Lease Management, L.L.C., and Drake		P.O. Box 2306		
Pacer Penry Acquisition, LLC	Morris James LLP	Wilmington DE 19899-2306	smiller@morrisjames.com	Email
		Attn: Curtis S. Miller, Joseph C. Barsalona II		
		1201 North Market Street		
		P.O. Box 1347	cmiller@mnat.com	
Counsel to Lefmark Tamiami, Inc.	Morris, Nichols, Arsht & Tunnell LLP	Wilmington DE 19899	jbarsalona@mnat.com	Email
,	, , , , , , , , , , , , , , , , , , , ,	Attn: Jennifer L. Marines, Benjamin W. Butterfield		
		250 West 55th Street	jmarines@mofo.com	
Counsel to Icon Health & Fitness, Inc.	Morrison & Foerster LLP	New York NY 10019	bbutterfield@mofo.com	Email
		Attn: Joseph T. Moldovan, Robert K. Dakis		
		909 Third Avenue		
Counsel to Allure Gems, LLC	Morrison Cohen LLP	New York NY 10022	bankruptcy@morrisoncohen.com	Email
Counsel to Puerto Rico Supplies Group, Inc. and its subsidiaries and/or		Attn: Myrna L. Ruiz-Olmo, Esq.		
		PO Box 367819		
· · · · · · · · · · · · · · · · · · ·	MRO Attorneys at Law LLC		mro@nrhankruntcy.com	Fmail
affiliates, Glamour Corporation, Healthtex Distributors PR, Inc., PRS Export Group, LLC, PRS On Time Distributors, LLC. (collectively "PRSG").	MRO Attorneys at Law, LLC	PO Box 367819 San Juan PR 00936-7819	mro@prbankruptcy.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
DESCRIPTION	I I I I I I I I I I I I I I I I I I I	Attn: Bradley R. Schneider, Thomas B. Walper	Liviale	METHOD OF SERVICE
		350 South Grand Avenue		
		50th Floor	bradley.schneider@mto.com	
Counsel to Whirpool Corporation	Munger, Tolles & Olson, LLP	Los Angeles CA 90071-1560	thomas.walper@mto.com	Email
Counsel to Willipson corporation	mangery rones a olsony zzi	Attn: Deborah M. Perry	themasmaper e mercem	
		500 N. Akard Street		
		Suite 3800		
Counsel to International Airport Center, Inc.	Munsch Hardt Kopf & Harr, P.C.	Dallas TX 75201-6659	dperry@munsch.com	Email
counsel to international Airport Center, inc.	Widiscirriard Ropi & Harr, F.C.	Attn: Paul D. Murphy & Daniel N. Csillag	aperi y@manscn.com	Linaii
		100 Wilshire Boulevard		
		Suite 1300	pmurphy@murphyrosen.com	
Counsel to Crickm Carson Trust	Murphy Rosen LLP	Santa Monica CA 90401-1142	dcsillag@murphyrosen.com	Email
Couriser to Crickin Carson Trust	Widipily Rosell EEF	Attn: Karen Cordry	desiliag@marphyrosen.com	Lillali
		1850 M St., NW		
		12th Floor		
National Association of Attorneys General	National Association of Attorneys General	Washington DC 20036	keerdry@naag org	Email
National Association of Attorneys General	National Association of Attorneys General	Attn: Jody A. Bedenbaugh	kcordry@naag.org	Email
		1320 Main Street, 17th Floor		
		Post Office Box 11070 (29211)		
Counsel to Michelin North America, Inc.	Nology Mulling Dilay & Companyone LLD	Columbia SC 29201	indu hadanbayah Qualan mullina sam	Email
Counsel to Michelin North America, Inc.	Nelson Mullins Riley & Scarborough LLP	Attn: Shane G. Ramsey	jody.bedenbaugh@nelsonmullins.com	Email
		280 Park Avenue		
Coursel to Botal Course to the Investment Cours	Notes a Madii a Bilay Q Casala a sayah 11 B	15th Floor West	share as a second of the second line as a second	5
Counsel to Retail Opportunity Investments Corp.	Nelson Mullins Riley & Scarborough LLP	New York NY 10017	shane.ramsey@nelsonmullins.com	Email
		Attn: Enid Nagler Stuart; Assistant Attorney General		
		Special Bankruptcy Counsel, Office of the New York State Attorney General		
	New York State Department of Taxation and	28th Liberty Street, 17th Floor		
New York State Department of Taxation and Finance	Finance	New York NY 10005	enid.stuart@ag.ny.gov	Email
		Attn: Christopher M. Desiderio		
		55 West 46th Street		
Counsel to U.S. Bank National Association, N.A., as Indenture Trustee	Nixon Peabody, LLP	New York NY 10036	cdesiderio@nixonpeabody.com	Email
		Attn: Daniel W. Sklar, Esquire		
Counsel to Coral Reef Asia Pacific a/k/a White Mountain Footwear and		900 Elm Street		
266 Route 125, LLC	Nixon Peabody, LLP	Manchester NH 03101	dsklar@nixonpeabody.com	Email
		Attn: Richard C. Pedone		
		100 Summer Street		
Counsel to U.S. Bank National Association, N.A., as Indenture Trustee	Nixon Peabody, LLP	Boston MA 02110	rpedone@nixonpeabody.com	Email
		Attn: Bob B. Bruner		
		1301 McKinney		
		Suite 5100		
Counsel to Living Spaces Furniture, LLC	Norton Rose Fulbright US LLP	Houston TX 77010	bob.bruner@nortonrosefulbright.com	Email
Counsel to World Technologies, Inc. d/b/a Techtronic Industries Power			howard.seife@nortonrosefulbright.com	
Equipment; Cantor Fitzgerald Securities as Administrative Agent and		Attn: Howard Seife, Christy Rivera, Stephen Castro, David A. Rosenzweig	christy.rivera@nortonrosefulbright.com	
Collateral Agent under the Superpriority Junior Lien Secured DIP Credit		1301 Avenue of the Americas	stephen.castro@nortonrosefulbright.com	
Agreement; Living Spaces Furniture, LLC	Norton Rose Fulbright US LLP	New York NY 10019-6022	david.rosenzweig@nortonrosefulbright.com	Email
0		Attn: Carol E. Momjian, Josh Shapiro		
		The Phoenix Building		
		1600 Arch Street, Suite 300		
Counsel to Commonwealth of Pennsylvania, Department of Revenue	Office of Attorney General	Philadelphia PA 19103	cmomjian@attorneygeneral.gov	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Rachel R. Obaldo, Assistant Attorney General		
		Bankruptcy & Collections Division MC 008		
		P.O. Box 12548		
Counsel to the Comptroller of Public Accounts of the State of Texas	Office of the Texas Attorney General	Austin TX 78711-2548	rachel.obaldo@oag.texas.gov	Email
	,	Attn: Paul Schwartzberg, Richard Morrissey		
		201 Varick St.		
	Office of The United States Trustee for	Ste. 1006	richard.morrissey@usdoj.gov	
United States Trustee Southern District of New York	Region 2	New York NY 10014	paul.schwartzberg@usdoj.gov	Overnight Mail and Email
		Attn: Albena Petrakov, Esq.	promotive and according to	
		10 East 40th Street		
Counsel to Saul Subsidiary I, LP	Offit Kurman, P.A.	New York NY 10016	apetrakov@offitkurman.com	Email
		Attn: Stephen A. Metz, Esq.		
		4800 Montgomery Lane		
		9th Floor		
Counsel to Saul Subsidiary I, LP	Offit Kurman, P.A.	Bethesda MD 20814	smetz@offitkurman.com	Email
Couriser to Suur Substituti y 1, El	ome Kurman, 1 .7 t.	Attn: Office of the Ohio Attorney General	Sinct2@onitkarman.com	Eman
		1600 Carew Tower		
		441 Vine Street		
Counsel to Ohio Department of Taxation	Ohio Department of Taxation	Cincinnati OH 45202	victoria.garry@ohioattorneygeneral.gov	Email
Counsel to Onio Department of Taxation	Onlo Department of Taxation	Attn: Sean A. O'Keefe	victoria.garry@oriloattorrieygeneral.gov	Lillali
		130 Newport Center Drive		
		Suite 140		
Coursel to LVM Mitchell Company LLC	OKasfa & Associates Law Comparation D.C.	Newport Beach CA 92660	salvanta @alvantala anno	Fil
Counsel to J.W. Mitchell Company, LLC	OKeefe & Associates Law Corporation, P.C.	Attn: Darren L. Patrick	sokeefe@okeefelc.com	Email
Consolar [24]7 of the	Oladahaana G. Adama I.I.B.	400 South Hope Street	de chaid O communication	5
Counsel to [24]7.ai, Inc	O'Melveny & Myers LLP	Los Angeles CA 90071-2899	dpatrick@omm.com	Email
		Attn: Jennifer Taylor		
0 1, 10,17		Two Embarcadero Center, 28th Floor		- "
Counsel to [24]7.ai, Inc	O'Melveny & Myers LLP	San Francisco CA 94111	jtaylor@omm.com	Email
		Attn: Matthew P. Kremer		
		Times Square Tower		
		7 Times Square		
Counsel to [24]7.ai, Inc	O'Melveny & Myers LLP	New York NY 10036	mkremer@omm.com	Email
		Attn: Paul L. Orshan, Esq.		
		701 Brickell Ave.,		
		Suite 2000		
Counsel to Invicta Watch Company of America, Inc.	Orshan, P.A.	Miami FL 33131	paul@orshanpa.com	Email
		Attn: Lily Wang		
		No 9 Yueyang Road, Building B		
Top 20 Unsecured Creditor	Paco (China) Garment Ltd	Qingdao Shandong 266000 China	lily@pacogarment.com	First Class Mail and Email
		Attn: Kiah T. Ford IV		
		401 South Tryon Street		
		Suite 3000		
Counsel to Hangzhou GreatStar Industrial Co., Ltd	Parker Poe Adams & Bernstein LLP	Charlotte NC 28202	chipford@parkerpoe.com	Email
1				
		Attn: Leslie A. Plaskon, Esq., Andrew V. Tenzer, Esq., Shlomo Maza, Esq.	leslieplaskon@paulhastings.com	
		200 Park Avenue	andrewtenzer@paulhastings.com	
Counsel to GACP II, L.P.	Paul Hastings LLP	New York NY 10166	shlomomaza@paulhastings.com	Email

18-23538-shl Doc 2917 Filed 03/20/19 Entered 03/20/19 14:34:07 Main Document Pg 23 of 37

DESCRIPTION	NAME	ADDRESS	TAAA!!	METUOD OF CERVICE
DESCRIPTION	NAME	ADDRESS	pbasta@paulweiss.com	METHOD OF SERVICE
			- ·	
		Atta Paul M. Basta Kallan A. Camida Lauria B. Clautan Commun M. Buranal	kcornish@paulweiss.com	
		Attn: Paul M. Basta, Kelley A. Cornish, Lewis R. Clayton, Susanna M. Buergel,	lclayton@paulweiss.com	
		Robert Britton, Jonathan Hurwitz	sbuergel@paulweiss.com	
	Paul, Weiss, Rifkind, Wharton & Garrison	1285 Avenue of the Americas	rbritton@paulweiss.com	
Proposed Conflict Counsel for Debtors and Debtors in Possession	LLP	New York NY 10019	jhurwitz@paulweiss.com	Email
		Attn: Henry Jaffe, Kenneth A. Listwak		
		Hercules Plaza, Suite 5100		
		1313 N. Market Street	jaffeh@pepperlaw.com	
Counsel to Red Bull North America, Inc.	Pepper Hamilton LLP	Wilmington DE 19899-1709	listwakk@pepperlaw.com	Email
		Attn: Eboney Cobb, Esq.		
		500 East Border Street		
	Perdue Brandon Fielder Collins and Mott,	Suite 640		
Local Counsel for the Certain Texas Taxing Entities	LLP	Arlington TX 76010	ecobb@pbfcm.com	Email
		Attn: John T. Banks		
Counsel to Fayette County, Kerr County, City of Weslaco, Weslaco		3301 Northland Drive		
Independent School District, Kendall County, Maverick County &	Perdue, Brandon, Fielder, Collins & Mott,	Suite 505		
Uvalde County	L.L.P.	Austin TX 78731	jbanks@pbfcm.com	Email
		Attn: Ebony Cobb		
		500 E. Border Street		
Counsel to Richardson ISD, City of Garland, Garland ISD, Carrolton-	Perdue, Brandon, Fielder, Collins & Mott,	Suite 640		
Farmers Branch ISD	L.L.P.	Arlington TX 76010	ecobb@pbfcm.com	Email
		Attn: Laura J. Monroe		
	Perdue, Brandon, Fielder, Collins & Mott,	P.O. Box 817		
Counsel to Lubbock Central Appraisal District	L.L.P.	Lubbock TX 79408	lmbkr@pbfcm.com	Email
		Attn: Owen M. Sonik		
		1235 North Loop West		
	Perdue, Brandon, Fielder, Collins & Mott,	Suite 600		
Counsel to Spring Branch Independent School District, et al	L.L.P.	Houston TX 77008	osonik@pbfcm.com	Email
, ,		Attn: Douglas J. Pick	-	
		369 Lexington Avenue		
		12th Floor		
Counsel to Norton Mailman Associates	Pick & Zabicki LLP	New York NY 10017	dpick@picklaw.net	Email
Company dba Governor's Square Mall, Huntington Mall Company dba			прине рининия	
Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall				
Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest	'	Attn: Jonathan A. Grasso		
Partnership dba South Hill Mall, Spotsylvania Mall Company dba		85 Broad Street		
Spotsylvania Towne Centre and Howland Commons, LLC dba Howland		Suite 17-063		
Commons	Dioreo McCov. DLLC	New York NY 10004	ion@niorcomecov.com	Email
Commons	Pierce McCoy, PLLC	Attn: Rick A. Steinberg	jon@piercemccoy.com	Lillali
		50 Tice Boulevard		
		Suite 380		
Councel to Total Inc	Price Meese Shulman & D'Arminio, P.C.	Woodcliff Lake NJ 07677	rstoinhorg@pricomooso com	Email
Counsel to Tote, Inc.	rice weese similian & D Aminio, P.C.	Attn: Gerald P. Kennedy	rsteinberg@pricemeese.com	LIIIdii
		525 B Street		
Course has MCC Howest Valley Courter H.C.	Barrania Cara Harrana 9 Ca '' I VI	Suite 2200	and the same of Comments and	5
Counsel to MCS Hemet Valley Center LLC	Procopio, Cory, Hargreaves & Savitch LLP	San Diego CA 92101	gerald.kennedy@procopio.com	Email
		Attn: J. Logan Rappaport, Esq.		
		675 Old Country Road		
Counsel to Malca-Almit USA, LLC ("Malca")	Pryor & Mandelup, L.L.P.	Westbury NY 11590	lr@pryormandelup.com	Email
		Attn: Robert L. Pryor		
		675 Old Country Road		
Counsel to ABC Supply Co. Inc.	Pryor & Mandelup, L.L.P.	Westbury NY 11590	rlp@pryormandelup.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
DESCRIPTION	Terrore	Attn: Marie Polito Hofsdal	EWALL	WETHOR OF SERVICE
		7 Times Square		
Counsel to Broad Street Station, LLC c/o Collett	Pryor Cashman LLP	New York NY 10036	mhofsdal@pryorcashman.com	Email
counser to broad street station, LEC 6/0 conett	Tryor cashinan EE	Attn: Susheel Kirpalani, Jonathan E. Pickhardt, Andrew S. Corkhill, Matthew	susheelkirpalani@quinnemanuel.com	Lillan
		Scheck, Ellison Ward Merkel	jonpickhardt@quinnemanuel.com	
		51 Madison Avenue	andrewcorkhill@quinnemanuel.com	
		22nd Floor	matthewscheck@quinnemanuel.com	
Counsel to Omega Advisors Inc.	Quinn Emanuel Urquhart & Sullivan LLP	New York NY 10010	ellisonmerkel@quinnemanuel.com	Email
Couriser to Offiega Advisors IIIC.	Quilli Emanuel Orquilart & Sunivan ELP	Attn: Charles J. Filardi, Jr.	ellisonmerkei@quilinemanuei.com	EIIIdii
		One Financial Plaza		
	2 1 12 20	21st Floor	CI 1:0 1	- "
Counsel to Southhaven Associates LLC	Reid and Riege, P.C.	Hartford CT 06103	cfilardi@rrlawpc.com	Email
		Attn: Guy A. Reiss, Erik Tikkanen		
		200 West 41st Street		
		20th Floor	greiss@reisspreuss.com	
Counsel to Miele, Inc.	Reiss+Preuss LLP	New York NY 10036	etikkanen@reisspreuss.com	Email
		Attn: Chad P. Pugatch		
		101 Northeast Third Avenue		
	Rice Pugatch Robinson Storfer & Cohen,	Suite 1800		
Counsel to CM Grayson, LLC	PLLC	Fort Lauderdale FL 33301	cpugatch@rprslaw.com	Email
		Attn: Howard P. Magaliff		
		335 Madison Avenue		
		9th Floor		
Counsel to Sante Marcoccia	Rich Michaelson Magaliff, LLP	New York NY 10017	hmagaliff@r3mlaw.com	Email
		Attn: Kenneth M. Florey, M. Neal Smith		
		631 E. Boughton Road		
	Robbins, Schwartz, Nicholas, Lifton & Taylor		kflorey@robbins-schwartz.com	
Counsel to Community Unit School District 300	Ltd.	Bolingbrook IL 60440	nsmith@robbins-schwartz.com	Email
		Attn: Robert E. Michael, Aaron Hume		
		5911 Riverdale Avenue	Robert.e.michael.esq@gmail.com	
Counsel to Miele, Inc.	Robert E. Michael & Associates PLLC	New York NY 10471	Aron.hume@gmail.com	Email
esanser to miere, mer	nobelt El Midiael a / issociates / EEC	Attn: Fred B. Ringel, Esq., Robert M. Sasloff	7 II O I III O III O II O II O II O II	
Counsel to East End Commons Associates LLC, Wolf Family Series LP		875 Third Avenue		
d/b/a Series III, Wolf Family Series LP d/b/a Series VII; Ontario	Robinson Brog Leinwand Greene Genovese		fbr@robinsonbrog.com	
Enterprises of the Wolf Family Series LP	& Gluck P.C.	New York NY 10022	rms@robinsonbrog.com	Email
Litterprises of the won raining series Er	& Gluck F.C.	Attn: Gregg M. Galardi, Kimberly J. Kodis, Sam N. Ashuraey	gregg.galardi@ropesgray.com	Lillali
Counsel to Apex Tool Group, LLC and Icon DE Holdings LLC		1211 Avenue of the Americas	kimberly.kodis@ropesgray.com	
	Damas & Cravell D	New York NY 10036-8704	, , , , ,	Email
and Icon NY Holdings LLC	Ropes & Gray LLP		sam.ashuraey@ropesgray.com	CITION
		Attn: James M. Wilton, Patricia I. Chen, Stephen Moeller-Sally, Joshua Y.		
		Sturm	james.wilton@ropesgray.com	
		Prudential Tower	patricia.chen@ropesgray.com	
		800 Boylston Street	ssally@ropesgray.com	
Counsel to Cross Country Home Services, Inc., and Duff & Phelps, LLC	Ropes & Gray LLP	Boston MA 02199-3600	joshua.sturm@ropesgray.com	Email
		Attn: Nicholas M. Berg, Timothy Farrell		
		191 North Wacker Drive		
		32nd Floor	nicholas.berg@ropesgray.com	
Counsel to Duff & Phelps, LLC	Ropes & Gray LLP	Chicago IL 60606-4302	timothy.farrell@ropesgray.com	Email
		Attn: Sanford P. Rosen, Esq.		
		747 Third Avenue		
Counsel to Cranston/BVT Associates, LLP	Rosen & Associates, P.C.	New York NY 10017-2803	srosen@rosenpc.com	Email

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Master Service List Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
	10000	Attn: Paul A. Rubin		
		345 Seventh Avenue		
		21st Floor		
Counsel to RubyRed Garment Manufacturing S.A.E. (Jerseywear)/Egypt	Rubin LLC	New York NY 10001	prubin@rubinlawllc.com	Email
coanser to hazynea carment manaractaring on the locise (mear), Egypt	Nach EEC	Attn: Michael S. Amato, Esq.	presing resinating com	2
		East Tower, 15th Floor		
Counsel to Colonial Properties LLC, Groveport Lynx LLC, Lawrence Mart		1425 RXR Plaza		
LLC, USP Aerospace Solutions, Inc.	Ruskin Moscou Faltischek, P.C.	Uniondale NY 11556-1425	mamato@rmfpc.com	Email
ELC, OSI NEIOSpace Solutions, Inc.	ruskii ivioseou i uitiseitek, i .e.	Attn: Steven W. Kelly, Esq.	mamato@mpc.com	Eman
		1290 Broadway		
Counselt to AmCap Wilson II, LLC, Wilson Norridge, LLC, and HRA		Suite 1650		
Fountains LP	S&D Law	Denver CO 80203	skelly@s-d.com	Email
Touritains El	JGD Law	Attn: Robert A. Abiuso, Matthew C. McCann	Skelly@3-u.com	Littali
		333 Earle Ovington Boulevard		
		Suite 601	mmccann@swc-law.com	
Councel to Boy Padula Holdings LLC	Sahn Ward Coschignano, PLLC	Uniondale NY 11553	rabiuso@swc-law.com	Email
Counsel to Ray Padula Holdings, LLC	Sann ward Coscnignano, PLLC	Attn: Jay Weinblatt	rabiuso@swc-iaw.com	Email
		· ·		
la li al i i i i		195 Carter Drive		- "
Counsel to Sakar International Inc.	Sakar	Edison NJ 08817	jweinblatt@sakar.com	Email
lo 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,		Attn: Christopher R. Belmonte, Abigail Snow, Pamela Bosswick	cbelmonte@ssbb.com	
Counsel to International Business Machines Corporation & Advance		230 Park Avenue	asnow@ssbb.com	
Magazine Publishers Inc.	Satterlee Stephens LLP	New York NY 10169	pbosswick@ssbb.com	Email
		Attn: Louis T. DeLucia, Esq., Alyson M. Fiedler, Esq.		
		666 Fifth Avenue		
		Suite 1700		
Counsel to the Ciuffo Family Trust	Schiff Hardin LLP	New York NY 10103	LFacopoulos@schiffhardin.com	Email
		Attn: Secretary of the Treasury		
		100 F Street, NE	secbankruptcy@sec.gov	
Securities and Exchange Commission - Headquarters	Securities & Exchange Commission	Washington DC 20549	NYROBankruptcy@sec.gov	First Class Mail and Email
		Attn: Bankruptcy Department		
		Brookfield Place		
	Securities & Exchange Commission – NY	200 Vesey Street, Suite 400		
Securities and Exchange Commission - Regional Office	Office	New York NY 10281-1022	bankruptcynoticeschr@sec.gov	First Class Mail and Email
		Attn: John R. Ashmead, Esq. & Arlene R. Alves, Esq.		
Counsel to Wilmington Savings Fund Society, FSB, as Trustee of the		One Battery Park Plaza	ashmead@sewkis.com	
7.00% 12.00% PIK-Toggle Notes	Seward & Kissel LLP	New York NY 10004	alves@sewkis.com	Email
		Attn: Edward M. Fox		
Counsel to Wilmington Trust, National Association, as indeture trustee		620 8th Avenue		
and collateral agent	Seyfarth Shaw LLP	New York NY 10018	emfox@seyfarth.com	Email
		Attn: Richard P. Hermann, Matthew Kish, Jennifer Shafer	rhermann@sbwh.law	
1		7777 Glades Road	mkish@sbwh.law	
		Suite 400	jshafer@sbwh.law	
Counsel to Oracle Elevator Company	Shapiro, Blasi, Wasserman & Hermann, P.A.	Boca Raton FL 33434	floridaservice@sbwh.law	Email
		Attn: Fredric Sosnick, Sara Coelho		
1		599 Lexington Avenue	fsosnick@shearman.com	
Counsel to Sears Hometown and Outlet Stores, Inc.	Shearman & Sterling LLP	New York NY 10022	sara.coelho@shearman.com	Email
		Attn: Alan M. Feld, Esq., Ted Cohen, Esq.		
		30 Rockerfeller Plaza	afeld@sheppardmullin.com	
Counsel for Everlast World's Boxing Headquarters Corp.	Sheppard Mullin Richter & Hampton, LLP	New York NY 10112	tcohen@sheppardmullin.com	Email
	, ,	Attn: Ryan C. Reinert, Esq.		
				l l
		4301 W. Boy Scout Blvd		
		4301 W. Boy Scout Blvd Suite 300		

In re: Sears Holdings Corporation, et al. Case No. 18-23538 (RDD)

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Master Service List
Served as set forth belo

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Ronald M. Tucker, Esq.		
		225 West Washington Street		
Counsel to Simon Property Group, L.P.	Simon Property Group, L.P.	Indianapolis IN 46204	rtucker@simon.com	Email
		Attn: Michelle E. Shriro		
		16200 Addison Road		
		Suite 140		
Counsel to Summit Portraits, LLC	Singer & Levick, P.C.	Addison TX 75001	mshriro@singerlevick.com	Email
		Attn: Dana S. Plon, Esquire		
		123 South Broad Street		
Counsel for Pennsee, LLC, Loyal Holdings DE LLC and Westfall Town		Suite 2100		
Center JV	Sirlin Lesser & Benson, P.C.	Philadelphia PA 19109	dplon@sirlinlaw.com	Email
		Attn: Paul Leake, Esq., Shana Elberg, Esq., and George R. Howard, Esq.	Paul.Leake@skadden.com	
Counsel to Bank of America, N.A., administrative agent under the First		4 Times Square	Shana.Elberg@skadden.com	
Lien Credit Facility and the DIP ABL Agent	Skadden, Arps, Slate, Meagher & Flom LLP	New York NY 10036	George.Howard@skadden.com	Email
Eleft credit ruelity and the Dif Abengent	Skadach, Alps, Slate, Medgher & Hom EE	Attn: Doug Skierski, Kristin H. Jain	deorge::Toward@skaddett.com	Eman
		400 N. St. Paul		
		Suite 510		
Counsel to Quest Resource Management Group, LLC	Skierski Jain PLLC	Dallas TX 75201	enotices@skijain.com	Email
counsel to Quest Nesource Management Group, LLC	SKIETSKI Jahr I EEC	Attn: Lei Lei Wang Ekvall, Philip E. Strok	enotices@skijain.com	Email
		3200 Park Center Drive		
		Suite 250		
Counsel to Paco (China) Garment Ltd.	Smiley Wang-Ekvall, LLP	Costa Mesa CA 92626	pstrok@swelawfirm.com	Email
Courser to Paco (Crima) Garment Etu.	Silliey Wallg-Ekvall, LLP	Attn: Robert R. Kinas	pstrok@sweiawiiriii.com	Elliali
		3883 Howard Hughes Parkway #1100		
Coursel to Dad Dull North America Inc	Cooli 9 Wilmon I I D		aldana Saudau aa aa	E-noil
Counsel to Red Bull North America, Inc.	Snell & Wilmer L.L.P.	Las Vegas NV 89169-5958	rkinas@swlaw.com	Email
		Attn: James E. Sorenson		
		PO Box 3637		- "
Counsel to Florida Self-Insurers Guaranty Association, Inc.	Sorenson Van Leuven, PLLC	Tallahassee FL 32315-3637	bk@svllaw.com	Email
		Attn: David A. Rolf & Patrick M. Ryan		
		1 N. Old State Capitol, Suite 200	1, 160, 11, 1	
Counsel to Charles Pugh, Nicole Pugh, Jack Pugh, Sam Pugh, and Charles		P.O. Box 5131	darolf@sorlinglaw.com	
F. Pugh	Sorling Northrup	Springfield IL 62705-5131	pmryan@sorlinglaw.com	Email
		Attn: Thomas S. Onder, Joseph H. Lemkin		
Counsel to Levin Management Corporation, Phillips Edison & Company,		P.O. Box 5315	tonder@stark-stark.com	
Conopco Inc. dba Unilever	Stark & Stark, P.C.	Princeton NJ 08543	jlemkin@stark-stark.com	Email
		Attn: Constantine D. Pourakis		
		485 Madison Avenue		
		20th Floor		
Counsel to East Penn Manufacturing Co.	Stevens & Lee, P.C.	New York NY 10022	cp@stevenslee.com	Email
		Attn: Thomas J. Salerno		
		1850 N. Central Avenue		
		Suite 2100		
Counsel for Telesoft Corp.	Stinson Leonard Street LLP	Phoenix AZ 85004-4584	thomas.salerno@stinson.com	Email
		Attn: Sabrina L. Streusand		
		1801 S. Mopac Expressway		
		Suite 320		
Counsel to Dell Financial Services L.L.C	Streusand, Landon, Ozburn & Lemon, LLP	Austin TX 78746	streusand@slollp.com	Email
1		Attn: Kristopher M. Hansen, Jonathan D. Canfield, Sayan Bhattacharyya	khansen@stroock.com	
		180 Maiden Lane	jcanfield@stroock.com	
Councel to Och 7iff Capital Structure Arbitrage Macter Fund 1+d	Stroock & Stroock & Lavan LLP	New York NY 10038	sbhattacharyya@stroock.com	Email
Counsel to Och-Ziff Capital Structure Arbitrage Master Fund, Ltd.	SHOULK & SHOULK & Lavail LLP	INCM INIVINI TOOSO	Sunattaciidi yya@Strouck.cuiii	EIIIaii

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
220.011011	Zavik	Attn: Michael J. Klein	LUIZAL	
Counsel to Robert A. Catalfamo, Lavarita D. Meriwether and Plaintiffs in		6 East 45th Street		
the consolidated ERISA Action (the "ERISA Plaintiffs)	Stull, Stull & Brody	New York NY 10017	mklein@ssbny.com	Email
the consolidated Enist Fields (the Enist Fields)	Stan, Stan & Broay	Attn: Andrew G. Dietderich, Brian D. Glueckstein, David R. Zylberberg	mikem@ssbry.com	Email
Counsel to Fairholme Capital Management, LLC, and the Fairholme		125 Broad Street	dietdericha@sullcrom.com	
Funds, Inc.	Sullivan & Cromwell LLP	New York NY 1004-2498	zylberbergd@sullcrom.com	Email
Tulius, Ilic.	Sumvan & Cromwell LLI	Attn: David S. Kupetz & Claire K. Wu	zyrber berga@suncronn.com	Linaii
		333 South Grand Avenue		
Counsel for Izek Shomof and Alene Shomof Irrevocable Children's Trust		Suite 3400	dkunotz@sulmovorlow.com	
	SulmoverKunetz A Professional Corneration		dkupetz@sulmeyerlaw.com	Email
Dated February 11, 1999, Vegas Group, LLC, and East River Group, LLC	SulmeyerKupetz, A Professional Corporation	Attn: Vivek Suri, Esq.	ckwu@sulmeyerlaw.com	EIIIdii
		20 Vesey Street		
	0.11	Suite 300		
Counsel to KG Denim Limited	Suri Law Office	New York NY 10007	lawyer@surilawoffice.com	Email
		Attn: Bruce M. Sattin, Esq.		
		101 Grovers Mill Road		
		Suite 200		
Counsel to Alexandria Pelletteri & Thomas Pelletteri	Szaferman, Lakind, Blumstein, & Blader P.C.		bsattin@szaferman.com	Email
		Attn: Michael J. Riela		
		900 Third Avenue		
	Tannenbaum Helpern Syracuse & Hirschtritt			
Counsel to Vertical Industrial Park Associates	LLP	New York NY 10022	Riela@thsh.com	Email
		Attn: Andrew S. Conway		
		200 East Long Lake Road		
		Suite 300		
Counsel to the Taubman Landlords	Taubman Landlords	Bloomfield Hills MI 48304	aconway@taubman.com	Email
		Attn: Corporate Trust Administration		
Successor Trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured	The Bank of New York Mellon Trust	101 Barclay St., Floor 8W		
Notes, and the SRAC Medium Term Notes	Company	New York NY 10286		First Class Mail
		Thomas A. Farinella, Esq.		
		260 Madison Avenue		
		Suite 8090		
Counsel to Stockton Mariposa LLC	The Law Office of Thomas A. Farinella, P.C.	New York NY 10016	tf@lawtaf.com	Email
		Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger,		
		Director		
		Office of the General Counsel	Starr.Judith@pbgc.gov	
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation	The Pension Benefit Guaranty Corporation	1200 K Street, N.W.	mccarron.william@pbgc.gov	
("PBGC")	(PBGC)	Washington DC 20005-4026	efile@pbgc.gov	First Class Mail and Email
		Attn: Joseph E. Sarachek		
		101 Park Avenue		
Counsel to Mien Co., Ltd., Helen Andrews Inc, Strong Progress Garment		27th Floor		
Factory Company Limited, Shanghai Fochier	The Sarachek Law Firm	New York NY 10178	joe@saracheklawfirm.com	Email
		Attn: Michael Tsang	,	
		40 Wall Street		
		26th Floor		
Counsel to 1803, LLC, and Camegaran, LLC	The Tsang Law Firm, P.C.	New York NY 10005	mtsang@tsanglawfirm.com	Email
		Attn: Curtis L. Tuggle		
		3900 Key Center		
		127 Public Square		
Counsel to Virginia Surety Company, Inc.	Thompson Hine LLP	Cleveland OH 44114-1291	Curtis.Tuggle@ThompsonHine.com	Email
Counsel to viiginia surety company, IIIC.	mompson fille LLF	Attn: Power Wang	caras.ruggie@rnompsonnine.com	Liliali
Tan 20 Unaccound Creditor	TI Tiendes Kechens I the Deader Co.	No. 2 Jianshe Road Baodi District	and the Automotive Aut	First Class \$4-th and Fig. 11
Top 20 Unsecured Creditor	TJ Tianxing Kesheng Leather Products Co Ltd	rianjin rianjin 301200 China	powerwangtxks@vip.126.com	First Class Mail and Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Herbert H. Slatery III, Marvin E. Clements, Jr.		
		c/o TN Attorney General's Office, Bankruptcy Division		
		PO Box 20207		
Counsel to the Tennessee Department of Revenue	TN Dept of Revenue	Nashville TN 37202-0207	AGBankNewYork@ag.tn.gov	Email
		Attn: David G. Tobias		
		600 Third Avenue, 15th Floor		
Counsel to Superb International Co., Ltd.	Tobias Law Firm, P.C.	New York NY 10016	dtobias@tobiaslawpc.com	Email
		Attn: Jennifer L. Pruski	area and a same a part of	
		980 Fulton Avenue		
Counsel to MP Holdings LLC and Larry D. Kelley	Trainor Fairbrook	Sacramento CA 95825	jpruski@trainorfairbrook.com	Email
counsel to im Holaings 220 and 24117 51 Nelley	Trainer Fair Stock	Attn: David Escamilla, Kay D. Brock	jpraskie transcranzioekiesiii	
		P.O. Box 1748		
Counsel to Travis County	Travis County Attorney	Austin TX 78767	kay.brock@traviscountytx.gov	Email
country	Travis county Accorney	Austin 1X 70707	David.Jones6@usdoj.gov	Email
			Jeffrey.Oestericher@usdoj.gov	
			Joseph.Cordaro@usdoj.gov	
		Attn: Bankruptcy Division	Carina.Schoenberger@usdoj.gov	
		86 Chambers Street	Lawrence.Fogelman@usdoj.gov	
	US Attorney for Southern District of New	3rd Floor	Peter.Aronoff@usdoj.gov	
United States Attorney's Office for the Southern District of New York	York	New York NY 10007		First Class Mail and Email
United States Attorney's Office for the Southern District of New York	YOR	Attn: Joshua A. Dunn, Esq., Michael Schein	Linda.Riffkin@usdoj.gov	FIRST Class Mail and Email
		-		
		1633 Broadway		
0 1. 1811 111 111 111		31st Floor		- "
Counsel to Village of Hoffman Estates	Vedder Price P.C.	New York NY 10019	jdunn@vedderprice.com	Email
		Attn: Kevin J. Etzel		
		1633 Broadway		
		31st Floor		
Counsel to Agri-Fab, Inc.	Vedder Price P.C.	New York NY 10019	ketzel@vedderprice.com	Email
		Attn: Michael L. Schein		
		1633 Broadway		
Counsel to NorthStar Group Services, Inc., and Village of Hoffman		31st Floor		
Estates	Vedder Price P.C.	New York NY 10019	mschein@vedderprice.com	Email
		Attn: Marva M. Levine		
		221 East 37th Street		
		7th Floor		
Counsel to Verizon Capital Corp. and NCC Key Company	Verizon Capital Corp.	New York NY 10016	marva.m.levine@verizon.com	Email
		Attn: Thomas W. Waldrep, Jr.		
		101 S. Stratford Road		
		Suite 210		
Counsel to Hanesbrands, Inc.	Waldrep LLP	Winston-Salem NC 27104	notice@waldrepllp.com	Email
		Attn: Stephen V. Falanga, Esq.		
		One Riverfront Plaza		
		1037 Raymond Blvd., Ste. 600		
Counsel to Schindler Elevator Corporation	Walsh Pizzi O'Reilly Falanga LLP	Newark NJ 07012	sfalanga@walsh.law	Email
·		Attn: Gordon J. Toering		
		900 Fifth Third Center		
Counsel to Wolverine World Wide, Inc. and its affiliates, Chervon (HK),		111 Lyon Street, NW		
Ltd.	Warner Norcross + Judd LLP	Grand Rapids MI 49503	gtoering@wnj.com	Email
		Attn: Donald W. Clarke	0 00 7	-
		110 Allen Rd.		
		Ste. 304		

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
DESCRIPTION	IVAIVIE	ADDITESS	ray.schrock@weil.com	WETHOD OF SERVICE
			garrett.fail@weil.com	
			jacqueline.marcus@weil.com	
			-	
			sunny.singh@weil.com	
			JeriLeigh.Miller@weil.com	
		Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A. Fail, Sunny	jessica.liou@weil.com	
		SinghJared R. Friedmann, Jessie B. Mishkin, Esq.	Paloma.VanGroll@weil.com	
		767 Fifth Avenue	Jared.Friedmann@weil.com	
Counsel to Debtors	Weil, Gotshal & Manges LLP	New York NY 10153	Jessie.Mishkin@weil.com	Email
		Attn: Michael D. Brofman, Esq.		
		3333 New Hyde Park Road		
	Weiss Zarett Brofman Sonnenklar & Levy,	Suite 211		
Counsel to Lake Success Shopping Center LLC and CE Vernon II, LLC	P.C.	New Hyde Park NY 11042	mbrofman@weisszarett.com	Email
		Attn: Scott D. Fink		
		Lakeside Place, Suite 200		
		323 W. Lakeside Avenue		
Counsel to Toyota Industries Commercial Finance, Inc.	Weltman, Weinberg & Reis Co., L.P.A.	Cleveland OH 44113-1099	sfink@weltman.com	Email
eodriser to Toyota madatres commercial Finance, me.	Weithan, Weinberg & Reis co., E.i. s.c.	Attn: James C. Vandermark	Sinke weithancom	Emen
		7 Times Square		
Councel to America Bool Estate Company, Calesforce com Inc. Cisco		Suite 2900		
Counsel to Amerco Real Estate Company, Salesforce.com, Inc., Cisco	Market and Marillians and D		and an add On hite and alliance	51
Systems, Inc., and Google LLC	White and Williams LLP	New York NY 10036-6524	vandermarkj@whiteandwilliams.com	Email
		Attn.: Kenneth M. Lewis, Esq.		
		220 White Plains Road		
		Second Floor		
Counsel to Angela Kelly and Janyce L. MacKenzie	Whiteford, Taylor & Preston LLC	Tarrytown NY 10591	klewis@wtplaw.com	Email
		Attn: Stephen B. Gerald		
		The Renaissance Centre		
		405 North King Street, Suite 500		
Counsel to the J.M. Smucker Company and Ainsworth Pet Nutrition LLC	Whiteford, Taylor & Preston LLC	Wilmington DE 19801-3700	sgerald@wtplaw.com	Email
		Attn: Victor W. Newmark, Esq.		
		800 Kennesaw Avenue		
		Suite 400		
Counsel to 156 Tom Hill LLC	Wiles & Wiles, LLP	Marietta GA 30060-7946	bankruptcy@evict.net	Email
		Attn: Amy M. Williams	Term aproje critimet	
		169 Ramapo Valley Road		
		Suite 106		
Counsel to Capref Burbank, LLC	Williams Legal Advisory Group, LLC	Oakland NJ 07436	awilliams@williamsadvisors.com	Email
Couriser to Capter Burbank, LEC	Williams Legal Advisory Group, LLC	Attn: Alan J. Lipkin, Gabriel Brunswick	awiiiaiis@wiiiaiisauvisors.com	Lillali
		787 Seventh Avenue	aliakia Quillkia aasa	
Coursel to Duratou Dising (MI) 11 C	Million From Q. Callanda and I. D.		alipkin@willkie.com	E11
Counsel to Drayton Plains (MI), LLC	Willkie Farr & Gallagher LLP	New York NY 10019	gbrunswick@willkie.com	Email
		Attn: Patrick J. Healy		
		501 Carr Road		
Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00%		Suite 100		
PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	Wilmington DE 19801	phealy@wsfsbank.com	Email
		Attn: Sears Holdings Corp. Administrator		
		Corporate Capital Markets		
		50 South Sixth Street, Suite 1290		
Indenture Trustee for the Second Lien Notes	Wilmington Trust, National Association	Minneapolis MN 55402		First Class Mail
		Attn: Steven Cimalore, Vice President		
		Rodney Square North		
Counsel to Wilmington Trust, National Association, as indeture trustee		1100 North Market Street		

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Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Donald C. Cowan, Jr.		
		1265 Scottsville Road		
Counsel to Eastview Mall, LLC, Greece Ridge, LLC & The Marketpalce	Wilmorite Management Group LLC	Rochester NY 14624		First Class Mail
		Attn: David L. Tillem		
	Wilson, Elser, Moskowitz, Edelman & Dicker	1133 Westchester Avenue		
Counsel to Putnam County and Tomra/RSI, LLC	LLP	White Plains NY 10604	david.tillem@wilsonelser.com	Email
		Attn: Norman C. Witte		
		119 E. Kalamazoo Street		
Counsel to 4th Street South II, LLC	Witte Law Offices, PLLC	Lansing MI 48933-2111	ncwitte@wittelaw.com	Email
		Attn: Simon Aron		
		11400 West Olympic Boulevard		
Counsel to Wolf Family Series LP d/b/a Series III, Ontario Enterprises of	Wolf, Rifkin, Shapiro, Schulman & Rabkin,	9th Floor		
the Wolf Family Series LP	LLP	Los Angeles CA 90064-1582	saron@wrslawyers.com	Email
		Attn: Thomas A. Zimmerman, Jr.		
		77 West Washington Street		
		Suite 1220		
Counsel to Movant Mario Aliano	Zimmerman Law Offices, P.C.	Chicago IL 60602	tom@attorneyzim.com	Email

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Exhibit B

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Ordinary Course Professionals Service List Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L.	idizengoff@akingump.com	
		Brauner	pdublin@akingump.com	
Proposed Counsel to Official Committee of Unsecured		One Bryant Park	aqureshi@akingump.com	
Creditors of Sears Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	New York NY 10036	sbrauner@akingump.com	Email
		Sears Chambers Copy		
		US Bankruptcy Court SDNY		
United States Bankruptcy Court for the Southern District of		300 Quarropas Street, Room 248		
New York	Chambers of Honorable Robert D. Drain	White Plains NY 10601		Overnight Mail
		Attn: Paul Schwartzberg, Richard Morrissey		
		201 Varick St.		
	Office of The United States Trustee for	Ste. 1006	richard.morrissey@usdoj.gov	Overnight Mail and
United States Trustee Southern District of New York	Region 2	New York NY 10014	paul.schwartzberg@usdoj.gov	Email
		Attn: Paul Leake, Esq., Shana Elberg, Esq., and George R.		
		Howard, Esq.	Paul.Leake@skadden.com	
Counsel to Bank of America, N.A., administrative agent		4 Times Square	Shana.Elberg@skadden.com	
under the First Lien Credit Facility and the DIP ABL Agent	Skadden, Arps, Slate, Meagher & Flom LLP	New York NY 10036	George.Howard@skadden.com	Email
			ray.schrock@weil.com	
			garrett.fail@weil.com	
			jacqueline.marcus@weil.com	
			sunny.singh@weil.com	
			JeriLeigh.Miller@weil.com	
		Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A. Fail,	jessica.liou@weil.com	
		Sunny SinghJared R. Friedmann, Jessie B. Mishkin, Esq.	Paloma.VanGroll@weil.com	
		767 Fifth Avenue	Jared.Friedmann@weil.com	
Counsel to Debtors	Weil, Gotshal & Manges LLP	New York NY 10153	Jessie.Mishkin@weil.com	Email

In re: Sears Holdings Corporation, et al. Case No. 18-23538 (RDD)

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Exhibit C

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Fee Application Notice Parties Service List Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
		Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara	idizengoff@akingump.com	
Proposed Counsel to Official Committee of		L. Brauner	pdublin@akingump.com	
Unsecured Creditors of Sears Holdings Corporation,		One Bryant Park	aqureshi@akingump.com	
et al.	Akin Gump Strauss Hauer & Feld LLP	New York NY 10036	sbrauner@akingump.com	Email
		Attn: Paul Schwartzberg, Richard Morrissey		
		201 Varick St.		
	Office of The United States Trustee for	Ste. 1006	richard.morrissey@usdoj.gov	Overnight Mail and
United States Trustee Southern District of New York	Region 2	New York NY 10014	paul.schwartzberg@usdoj.gov	Email
		Attn: Stephen Sitley Esq., Luke J. Valentino, Esq., Rob		
		Riecker		
		3333 Beverly Road		
Debtors	Sears Holding Corporation	Hoffman Estates IL 60179		Overnight Mail
		Attn: Paul Leake, Esq., Shana Elberg, Esq., and George R.		
Counsel to Bank of America, N.A., administrative		Howard, Esq.	Paul.Leake@skadden.com	
agent under the First Lien Credit Facility and the DIP		4 Times Square	Shana.Elberg@skadden.com	
ABL Agent	Skadden, Arps, Slate, Meagher & Flom LLP	New York NY 10036	George.Howard@skadden.com	Email
			ray.schrock@weil.com	
			garrett.fail@weil.com	
			jacqueline.marcus@weil.com	
			sunny.singh@weil.com	
		Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A.	JeriLeigh.Miller@weil.com	
		Fail, Sunny SinghJared R. Friedmann, Jessie B. Mishkin,	jessica.liou@weil.com	
		Esq.	Paloma.VanGroll@weil.com	
		767 Fifth Avenue	Jared.Friedmann@weil.com	
Counsel to Debtors	Weil, Gotshal & Manges LLP	New York NY 10153	Jessie.Mishkin@weil.com	Email

In re: Sears Holdings Corporation, et al. Case No. 18-23538 (RDD)

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Exhibit D

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Notice Parties Service List Served via Overnight Mail

NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STAT	E POSTAL CODE	COUNTRY
21 SRL	ATTN MARIA TERESA GRASI MANTELLI	VIA DE CANIS 3	7.557.265 2	ASTI		114100	ITALY
A1 RECYCLING	ATTN BRIAN KOHCARLOS FIGUEROA	2740 NORTH FERRY ST		ANOKA	MN	55303	111121
A1 SWITCHING	ATTN DIRECTOR OF CONTRACTS	2500 RIDGE ROAD		ZANESVILLE	ОН	43701	+
A1 SWITCHING	ATTN ARTHUR D BURNS OWNER	7949 BUTCHER KNIFE RD		ROSEVILLE	OH	43777	+
ACE HARDWARE CORP	ATTN KEVIN KRYSEIO	2200 KENSIGNTON COURT		OAK BROOK	II	60523	+
ADVANCE STORES COMPANY INCORP	ATTN VP STRATEGIC ACCOUNTS	2635 E MILLBROOK RD		RALEIGH	NC	27604	+
APL CO PTE LTD	ATTN SUM CHEE KONG	16220 N SCOTTSDALE ROAD SUITE 300		SCOTTSDALE	AZ	85254	+
APPLIANCE OUTLET	ATTN LUIS & MICHELLE TORRES	3849 W CLARENDON AVE		PHOENIX	AZ	85019	+
APPLIANCE RECYCLING OUTLET	ATTN TERRY JACOBSEN	10105 AIRPORT WAY		SNOHOMISH	WA	98296	+
APPLIANCE WAREHOUSE INC	ATTN PRESIDENT OR GEN COUNSEL	523 BINGHAM ST		PITTSBURGH	PA	15203	+
ARMY & AIR FORCE EXCHANGE SVC	ATTN DEMESHIA BOOKER & JEFF WAKER	3911 S WALTON WALKER BLVD		DALLAS	TX	75236	+
ART FURNITURE INC	ATTN HOWARD TSAI	1165 AUTO CENTER DR		ONTARIO	CA	91761	+
AUTOZONE	ATTN SENIOR VP COMMERCIAL	123 SOUTH FRONT STREET	DEPT 9011	MEMPHIS	TN	38301	+
BAY RAG CORP	ATTN JOSHUA SALSTEIN	6250 NW 35TH AVE	52. 1 3022	MIAMI	FL	33147	+
BUREAU VERITAS	ATTN ANDY CHENG SENIOR DIRECTOR	7F OCTA TOWER	8 LAM CHAK STREET	KOWLOON BAY		33147	HONG KONG
BUREAU VERITAS	ATTN GENERAL COUNSEL	100 NORTHPOINTE PARKWAY	O D WY CHI W STREET	BUFFALO	NY	14228	TIONG KONG
BUREAU VERITAS NORTH AMERICA	ATTN PRESIDENT OR GEN COUNSEL	11860 WEST STATE ROAD 84 SUITE 1		FORT LAUDERDALE	FL	33325	+
C4CASTCOM	ATTN DR G MICHAEL PHILLIPS	750 E WALNUT STREET		PASADENA	CA	91101	+
CARDINALCOMMERCE CORP	ATTN PRESIDENT OR GEN COUNSEL	8100 TYLER BLVD	SUITE 100	MENTOR	ОН	44060	+
CARGO	ATTN FIRESIDENT ON GEN COONSEL	36 E 12TH STREET	30112 100	NEW YORK	NY	10003	+
CARGO	ATTN PRESIDENT OR GEN COUNSEL	6324 N CHATHAM AVE	STE 264	KANSAS CITY	MO	64151	+
CARNOW CONIBEAR & ASSOC LTD	ATTN ROD HARVEY PE CIH	600 W VAN BUREN ST 500	312 204	CHICAGO	II	60607	+
CASPER SCIENCE LLC	ATTN PRESIDENT OR GEN COUNSEL	230 PARK AVENDUE SOUTH 13TH FLOOR		NEW YORK	NY	01003	+
CASPER SCIENCE LLC	ATTN PRESIDENT OR GEN COUNSEL	1603 CAPITOL AVE		CHEYENNE	WY	82001	+
CB & I INC	ATTN FRESIDENT ON GEN COONSEL	4171 ESSEN LANE		BATON ROUGE	LA	70809	+
CHECK FREE PAY CORP OF CA AND NY	ATTN GEN MANAGER CC LEGAL DEPT	15 STERLING DRIVE		WALLINGFORD	CT	06492	+
CLASS PASS	ATTN JENNY WU	275 7TH AVENUE		NEW YORK	NY	10001	+
COSTCO WHOLESALE CORP	ATTN JAMES HARRISON	999 LAKE DRIVE		ISSAQUAH	WA	98027	+
DHFC LLC DBA COLORADO	ATTN FERNANDO CHAVEZ	REUSE AND RECYCLING	4770 IVY ST	DENVER	co	80216	+
DICK VAN DYKE APPLIANCE WORLD	ATTN DARRELL HASLETT	3800 WABASH AVE	477010131	SPRINGFIELD	II	62711	+
DR LAKSHMI ARUNACHALAM	ATTN DR LAKSHMI ARUNACHALAM	WEBXCHANGE INC PINET INTL INC	222 STANFORD AVENUE	MENLO PARK	CA	94025	+
DROPLETS INC	ATTN DAVID BERBERIAN JR	555 REPUBLIC DRIVE	SUITE 311	PLANO	TX	75074	+
ECLIPSE IP LLC	ATTN GENERAL COUNSEL LEGAL DEPT	PETER A SIRIANNI III	1665 ELMWOOD ROAD	ROCKFORD	IL	61103	+
EXEL INC	ATTN MXD GROUP INC	7795 WALTON PARKWAY	1003 ELINIWOOD ROAD	NEW ALBANY	OH	43054	+
FLEXE INC	ATTN KARL SIEBRECHT	159 S JACKSON ST SUITE 420		SEATTLE	WA	98104	+
FSA NETWORK INC	ATTN PRESIDENT OR GEN COUNSEL	1545 NORTHPARK DRIVE		FORT LAUDERDALE	FL	33326	+
IG BRANDS	ATTN: AARON OLIN	PO Box 112367		Naples	FL	34108	+
INNOVATIVE LIQUIDATORS, INC.	ATTN: PRESIDENT OR GENERAL COUNSEL	PO BOX 5514		WHITTIER	CA	90607	+
INTERTEK TESTING SVCS	ATTN PRESIDENT OR GEN COUNSEL	545 ALGONQUIN RD F		ARLINGTON HEIGHTS	IL	60005	+
JACOBSON CAPITAL SVCS	ATTN SETH JACOBSON	22 WEST 38TH STREET		NEW YORK	NY	10080	+
JMD APPLIANCE	ATTN DAVID BRAY	3000 CABRILLO AVE		SAN RAMON	CA	94583	+
KADISH	ATTN: LAWRENCE KADISH	P O BOX 40		WESTBURY	NY	11590	+
KADISH	ATTN PRESIDENT OR GEN COUNSEL	135 JERICHO TURNPIKE		OLD WESTBURY	NY	11568	+
LULL VENTURES LLC	ATTN PRESIDENT OR GEN COONSEL ATTN SVEN KLEIN	3905 STATE ST STE 7347		SANTA BARBARA	CA	93105	+
MACROSOLVE INC	ATTN SVEN KLEIN ATTN CHIEF FINANCIAL OFFICER	1717 S BOULDER AVE	700	TULSA	OK	74114	+
MAESTRO FOOD CO	ATTN CHIEF FINANCIAL OFFICER ATTN TARYN ARONSON	400 N RACINE AVE	700	CHICAGO	II	60614	+
MIKES FURNITURE & APPLIANCE LLC	ATTN MIKE GIZA	1259 N ASHLAND		CHICAGO	IL	60622	+
MOHAWK GROUP INC	ATTN MICHAEL CHAOUATFIX	1601 S INDUSTRIL BLVD		ATLANTA	GA	30701	+
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Notice Parties Service List Served via Overnight Mail

NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE	COUNTRY
MOHAWK GROUP INC	ATTN PRESIDENT OR GEN COUNSEL	37 E 18TH STREET		NEW YORK	NY	10003	
NAPA AUTO PARTS	ATTN DENNIS TOLIVAR	NATIONAL AUTOMOTIVE PARTS ASSC	2999 WILDWOOD PARKWAY	ATLANTA	GA	30339	
NATIONAL PRONTO ASSOCIATION	ATTN PRESIDENT AND CEO	2601 HERITAGE AVENUE		GRAPEVINE	TX	76051	
NAVY EXCHANGE SVC COMMAND NEXCOM	ATTN HEATHER REYNOLDS	3280 VIRGINIA BEACH BLVD		VIRGINIA BEACH	VA	23452	
NEWAGE PHM LLC	ATTN LINA MITA EXECUTIVE VP	411 E HUNTINGTON DRIVE	UNIT 305	ARCADIA	CA	91006	
PALMER REIFLER & ASSOCIATES PA	ATTN PRESIDENT OR GEN COUNSEL	260 WEKIVA SPRINGS ROAD SUITE 2090		LONGWOOD	FL	32779	
PHOENIX SOLUTIONS INC	ATTN R JOSEPH TROJAN ESQ	TROJAN LAW OFFICES	9250 WILSHIRE BLVD SUITE 325	BEVERLY HILLS	CA	90210	
PRO RECYCLING SOLUTIONS LLC	ATTN TIM GLEASON	723 HURSTBORNE LN		EDGEWOOD	KY	41017	
PSC METALS INC	ATTN PRESIDENT OR GEN COUNSEL	710 SOUTH 1ST STREET		NASHVILLE	TN	37213	
RALPH LAUREN CORP	ATTN BRIAN CULL	201 N PENDLETON ST		HIGH POINT	NC	27260	
RALPH LAUREN CORP	ATTN PRESIDENT OR GEN COUNSEL	625 MADISON AVE		NEW YORK	NY	10022	
RECONDITIONED APPLIANCE	ATTN PRESIDENT OR GEN COUNSEL	701 NORTH BELT WEST		SWANSEA	IL	62226	
RETAIL GAMES LLC	ATTN DAMON FONLEY	1702 A 11TH STREET		HUNTSVILLE	TX	07734	
ROO INC	ATTN DHRUV GARG	41 E 11ST		NEW YORK	NY	10003	
SAMS WEST INC	ATTN MOHAN AKELLA	950 ELM		SAN BRUNO	CA	94066	
SEARS HOMETOWN & OUTLET STORES INC	ATTN PRESIDENT OR GEN COUNSEL	3333 BEVERLY RD		HOFFMAN ESTATES	IL	60192	
SEARS HOMETOWN & OUTLET STORES INC	ATTN PRESIDENT OR GEN COUNSEL	5500 TRILLIUM BLVD	SUITE 501	HOFFMAN ESTATES	IL	60192	
SEARS ROEBUCK AND CO	ATTN PRESIDENT OR GEN COUNSEL	3333 BEVERY RD		HOFFMAN ESTATES	IL	60179	
SEARS ROEBUCK AND CO	ATTN PRESIDENT OR GEN COUNSEL	1998 BRUCKNER BLVD		BRONX	NY	10473	
SEARS SEARSVALE	ATTN MICHAEL JANG LEGAL COUNSEL	& MULTILLS NEWKOA LLC DEVELOPER	3240 WILSHIRE BLVD SUITE 570	LOS ANGELES	CA	90010	
SPENCER GIFTS LLC	ATTN PRESIDENT OR GEN COUNSEL	6826 E BLACK HORSE PIKE		EGG HARBOR TOWNSHIP	NJ	08234	
STANTEC	ATTN CHRIS DALY	350 NORTH ORLEANS ST SUITE 1301		CHICAGO	IL	60654	
STATEWIDE RECYCLING AND RECOVERY	ATTN PRESIDENT OR GEN COUNSEL	40251 SCHOOLCRAFT ROAD		PLYMOUTH	MI	48170	
STMM INC GREAT JONES GOODS	ATTN MADELYN MOELIS	31 W 8TH ST		NEW YORK	NY	10011	
T AND K MOVING	DBA TWO MEN AND A TRUCK	T & K MOVING INC	3861 US HWY 421 NORTH	WILMINGTON	NC	28401	
TABLETS2CASES LTD	ATTN PAVEL SMIRNOV	OFFICE 410F KWAN CHART TWR	NO 6 TONNOCHY ROAD	WANCHAI			HONG KONG
TAHSIUNG WANG HUEYYI WANG	ATTN EDWARD GONZALES	& TACHENG WANG OLIVIA YAN SHUI HSIA	101 ELLINWOOD DRIVE	PLEASANT HILL	CA	94523	
TARTE INC	ATTN ERIK RODRIGUEZ	W 36TH STREET		NEW YORK	NY	10018	
TARTE INC	ATTN PRESIDENT OR GEN COUNSEL	410 OAK GROVE PKWY		VADNAIS HEIGHTS	MN	55127	
THE NEWS GROUP LP	ATTN DAVID FORSMAN	1955 LAKE PARK DRIVE	SUITE 400	SMYMA	GA	30080	
TRANE COMMERCIAL	ATTN PRESIDENT OR GEN COUNSEL	7100 S MADISON ST		WILLOWBROOK	IL	60527	
TRANE COMMERCIAL	ATTN PRESIDENT OR GEN COUNSEL	1300 N BENJAMIN ST		RUSHVILLE	IN	46173	
TURNING POINT JUSTICE	ATTN PRESIDENT OR GEN COUNSEL	23123 N STATE ROAD 7	SUITE 345	BOCA RATON	FL	33428	
VANTIV LLC	ATTN GENERAL COUNSEL LEGAL DEPT	8500 GOVERNORS HILL DRIVE	MD 1GH1Y1	SYMMES TOWNSHIP	ОН	45249-1384	
VERSATA SOFTWARE INC	& VERSATA DEVELOPMENT GROUP INC	6011 W COURTYARD DR		AUSTIN	TX	78730	
VISA, U.S.A. INC.	Attn: President or General Counsel	PO BOX 8999		SAN FRANCISCO	CA	94128-8999	
WALGREENS CO	ATTN PRESIDENT OR GEN COUNSEL	200 WILMOT ROAD		DEERFIELD	IL	60015	
WALMARTCOM USA LLC	ATTN JUSTIN SCHUMARDT	2001 SE 10TH STREET		BENTONVILLE	AR	72712	
WAYFAIR LLC	ATTN SHARIF SLEIMAN	4 COPLEY PLACE	FLOOR 7	BOSTON	MA	02116	

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